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012023-06-30Table of ContentsÂ Â Â Â UNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549FORM 10-Q(Mark One)â˜’QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the quarterly period ended JuneÂ 30, 2024ORâ˜TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934Commission File Number: 001-36014AGIOS PHARMACEUTICALS, INC.(Exact Name of Registrant as Specified in Its Charter)Delaware26-
0662915(State or Other Jurisdiction ofÂ Incorporation or Organization)(I.R.S.Â EmployerÂ IdentificationÂ No.)88 Sidney Street, Cambridge, Massachusetts02139(Address of Principal Executive Offices)(Zip Code)(617)Â 649-8600(Registrantâ€™s Telephone Number, Including Area Code)(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)Securities registered pursuant to Section 12(b) of the Act: Title of each classTrading symbol(s)Name of each exchange on which registeredCommon Stock, Par Value $0.001 per shareAGIONasdaq Global Select MarketIndicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90 days.Â Â Â Â YesÂ Â Â˜Â Â Â Â NoÂ Â Â˜Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).Â Â Â Â YesÂ Â Â˜Â Â Â Â NoÂ Â Â˜Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in RuleÂ 12b-2 of the Exchange Act.Large accelerated filerâ˜Acceleratedâ Â filerâ˜Non-accelerated filerâ˜Â Â SmallerÂ reportingÂ companyâ˜EmergingÂ growthÂ companyâ˜If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.Â Â Â Â Â Â˜Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).Â Â Â Â YesÂ Â Â˜Â Â Â Â Â NoÂ Â Â Â Â˜Number of shares of the registrantâ€™s Common Stock, $0.001 par value, outstanding on JulyÂ 26, 2024: 56,893,130 Table of ContentsÂ Â Â Â AGIOS PHARMACEUTICALS, INC.FORM 10-QFOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2024 TABLE OF CONTENTSÂ PageNo.PARTÂ I. FINANCIAL INFORMATIONItemÂ 1.Financial Statements (Unaudited)1Condensed Consolidated Balance Sheets as of June 30, 2024 and DecemberÂ 31, 20231Condensed Consolidated Statements of Operations for the Three and Six Months Ended June 30, 2024 and 20232Condensed Consolidated Statements of Comprehensive Loss for the Three and Six Months Ended June 30, 2024 and 20233Condensed Consolidated Statements of Stockholders' Equity for the Three and Six Months Ended June 30, 2024 and 20234Condensed Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2024 and 20235Notes to Condensed Consolidated Financial Statements6ItemÂ 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations16ItemÂ 3.Quantitative and Qualitative Disclosures About Market Risk26ItemÂ 4.Controls and Procedures26PARTÂ II. OTHER INFORMATION28ItemÂ 1A.Risk Factors28ItemÂ 5.Other Information59ItemÂ 6.Exhibits60Signatures61Table of ContentsÂ Â Â Â PART I. FINANCIAL INFORMATIONItemÂ 1.Â Â Â Â Â Â Â Â Financial Statements (Unaudited)AGIOS PHARMACEUTICALS, INC.Condensed Consolidated Balance Sheets (Unaudited)(In thousands, except share and per share data)June 30,2024December 31,2023AssetsCurrent assets:Cash and cash equivalents$84,518Â $88,205Â Marketable securities485,374Â 688,723Â Accounts receivable, net3,762Â 2,810Â Inventory 23,937Â 19,076Â Prepaid expenses and other current assets34,536Â 35,021Â Total current assets632,127Â 833,835Â Marketable securities75,404Â 29,435Â Operating lease assets48,750Â 54,409Â Property and equipment, net12,726Â 15,382Â Other non-current assets4,056Â 4,057Â Total assets$773,063Â $937,118Â Liabilities and stockholdersâ€™ equityCurrent liabilities:Accounts payable$10,035Â $9,780Â Accrued expenses36,742Â 43,167Â Operating lease liabilities15,860Â 15,008Â Total current liabilities62,637Â 67,955Â Operating lease liabilities, net of current portion48,760Â 56,988Â Other non-current liabilities1,156Â 1,156Â Total liabilities112,553Â 126,099Â Stockholdersâ€™ equity:Preferred stock, $0.001 par value; 25,000,000 shares authorized; no shares issued or outstanding at JuneÂ 30, 2024 and DecemberÂ 31, 2023â€”Â â€”Â Common stock, $0.001 par value; 125,000,000 shares authorized; 73,091,490 shares

issued and 56,875,079 shares outstanding at JuneÂ 30, 2024, and 72,161,489 shares issued and 55,945,078 shares outstanding at DecemberÂ 31, 202373Â 72Â Additional paid-in capital2,464,284Â 2,436,523Â Accumulated other comprehensive loss(1,045)(441)Treasury stock, at cost (16,216,411 shares at JuneÂ 30, 2024 and DecemberÂ 31, 2023)(802,486)(802,486)Accumulated deficit(1,000,316)(822,649)Total stockholdersâ€™ equity660,510Â 811,019Â Total liabilities and stockholdersâ€™ equity$773,063Â $937,118Â See accompanying Notes to Condensed Consolidated Financial Statements.1Table of ContentsÂ Â Â Â AGIOS PHARMACEUTICALS, INC.Condensed Consolidated Statements of Operations(Unaudited)Three Months Ended June 30,Six Months Ended June 30,(In thousands, except share and per share data)2024202320242023Revenues:Product revenue, net$8,615Â $6,712Â $16,804Â $12,321Â Total revenue8,615Â 6,712Â 16,804Â 12,321Â Operating expenses:Cost of sales$1,495Â $1,108Â $2,122Â $1,662Â Research and development77,401Â 68,895Â 146,021Â 136,196Â Selling, general and administrative35,536Â 30,409Â 66,550Â 58,776Â Total operating expenses114,432Â 100,412Â 214,693Â 196,634Â Loss from operations(105,817)(93,700)(197,889)(184,313)Interest income, net8,120Â 8,254Â 17,009Â 16,345Â Other income, net1,579Â 1,640Â 3,213Â 3,144Â Net loss$(96,118)$(83,806)$(177,667)$(164,824)Net loss per share - basic and diluted(1.69)(1.51)(3.14)(2.97)Weighted-average number of common shares used in computing net loss per share â€“ basic and diluted56,802,546Â 55,604,330Â 56,593,011Â 55,435,796Â See accompanying Notes to Condensed Consolidated Financial Statements.2Table of ContentsÂ Â Â Â AGIOS PHARMACEUTICALS, INC.Condensed Consolidated Statements of Comprehensive Loss(Unaudited)Three Months Ended June 30,Six Months Ended June 30,(In thousands)2024202320242023Net loss$(96,118)$(83,806)$(177,667)$(164,824)Other comprehensive income (loss)Unrealized gain (loss) on available-for-sale securities42Â (459)(604)3,665Â Comprehensive loss$(96,076)$(84,265)$(178,271)$(161,159)See accompanying Notes to Condensed Consolidated Financial Statements.3Table of ContentsÂ Â Â Â AGIOS PHARMACEUTICALS, INC.Condensed Consolidated Statements of Stockholders' Equity(Unaudited)Common StockAdditionalPaid-InCapitalAccumulatedOtherComprehensiveLossAccumulatedDeficitTreasury StockTotalStockholdersâ€™Equity(in thousands, except share amounts)SharesAmountSharesAmountBalance at December 31, 202372,161,489Â $72Â $2,436,523Â (441)(822,649)(16,216,411)$(802,486)$811,019Â Unrealized loss on available-for-sale securitiesâ€”Â â€”Â â€”Â (646)â€”Â â€”Â â€”Â (646)Common stock issued under stock incentive plan and ESPP806,433Â 1Â 5,863Â â€”Â â€”Â â€”Â â€”Â 5,864Â Stock-based compensation expenseâ€”Â â€”Â 9,234Â â€”Â â€”Â â€”Â â€”Â 9,234Â Net lossâ€”Â â€”Â â€”Â â€”Â (81,549)â€”Â â€”Â (81,549)Balance at March 31, 202472,967,922Â $73Â $2,451,620Â $(1,087)$(904,198)(16,216,411)$(802,486)$743,922Â Unrealized gain on available-for-sale securitiesâ€”Â â€”Â â€”Â 42Â â€”Â â€”Â â€”Â 42Â Common stock issued under stock incentive plan and ESPP123,568Â â€”Â 1,099Â â€”Â â€”Â â€”Â â€”Â 1,099Â Stock-based compensation expenseâ€”Â â€”Â 11,565Â â€”Â â€”Â â€”Â â€”Â 11,565Â Net lossâ€”Â â€”Â â€”Â (96,118)â€”Â â€”Â (96,118)Balance at June 30, 202473,091,490Â $73Â $2,464,284Â $(1,045)$(1,000,316)(16,216,411)$(802,486)$660,510Â Common StockAdditionalPaid-InCapitalAccumulatedOtherComprehensive(Loss) IncomeAccumulatedDeficitTreasury StockTotalStockholdersâ€™Equity(in thousands, except share amounts)SharesAmountSharesAmountBalance at December 31, 202271,256,118Â $71Â $2,386,325Â $(12,535)$(470,561)(16,216,411)$(802,486)$1,100,814Â Unrealized gain on available-for-sale securitiesâ€”Â â€”Â â€”Â 4,124Â â€”Â â€”Â â€”Â 4,124Â Common stock issued under stock incentive plan and ESPP501,660Â 1Â 2,466Â â€”Â â€”Â â€”Â â€”Â 2,467Â Stock-based compensation expenseâ€”Â â€”Â 10,139Â â€”Â â€”Â â€”Â â€”Â 10,139Â Net lossâ€”Â â€”Â â€”Â (81,018)â€”Â â€”Â (81,018)Balance at March 31, 202371,757,778Â $72Â $2,398,930Â $(8,411)$(551,579)(16,216,411)$(802,486)$1,036,526Â Unrealized loss on available-for-sale securitiesâ€”Â â€”Â â€”Â (459)â€”Â â€”Â â€”Â (459)Common stock issued under stock incentive plan and ESPP193,408Â â€”Â 238Â â€”Â â€”Â â€”Â â€”Â 238Â Stock-based compensation expenseâ€”Â â€”Â 11,737Â â€”Â â€”Â â€”Â â€”Â 11,737Â Net lossâ€”Â â€”Â â€”Â (83,806)â€”Â â€”Â (83,806)Balance at June 30, 202371,951,186Â $72Â $2,410,905Â $(8,870)$(635,385)(16,216,411)$(802,486)$964,236Â See accompanying Notes to Condensed Consolidated Financial Statements.4Table of ContentsÂ Â Â Â AGIOS PHARMACEUTICALS, INC.Condensed Consolidated Statements of Cash Flows(Unaudited)Six Months EndedJune 30,(In thousands)20242023Operating activitiesNet loss$(177,667)$(164,824)Adjustments to reconcile net loss from operations to net cash used in operating activities:Depreciation and amortization2,941Â 3,597Â Stock-based compensation expense20,799Â 21,876Â Net accretion of discount on marketable securities(5,136)(5,738)Gain on disposal of property and equipment(39)(150)Non-cash operating lease expense5,659Â 5,263Â Realized gain on investments(153)â€”Â Changes in operating assets and liabilities:Accounts receivable, net(952)(45)Inventory(4,861)(7,179)Prepaid expenses and other current and non-current assets486Â 2,103Â Accounts payable268Â (6,837)Accrued expenses and other current liabilities(6,425)(1,161)Operating lease liabilities(7,376)(6,713)Other non-current liabilitiesâ€”Â (2,123)Net cash used in operating activities(172,456)(161,931)Investing activitiesPurchases of marketable securities(348,604)(232,486)Proceeds from maturities and sales of marketable securities510,669Â 337,453Â Purchases of property and equipment(299)(396)Proceeds from sale of equipment40Â 150Â Net cash provided by investing activities161,806Â 104,721Â Financing activitiesNet proceeds from stock option exercises and employee stock purchase plan6,963Â 2,704Â Net cash provided by financing activities6,963Â 2,704Â Net change in cash and cash equivalents(3,687)(54,506)Cash and cash equivalents at beginning of the period88,205Â 139,259Â Cash and cash equivalents at end of the period$84,518Â $84,753Â Supplemental disclosure of non-cash investing and financing transactionsAdditions to property and equipment in accounts payable and accrued expenses$42Â $6Â Net cash taxes (returned) paid(603)801Â See accompanying Notes to Condensed Consolidated Financial Statements.5Table of ContentsÂ Â Â Â AGIOS PHARMACEUTICALS, INC.Notes to Condensed Consolidated Financial Statements(Unaudited)1. Overview and Basis of PresentationReferences to AgiosThroughout this Quarterly Report on FormÂ 10-Q,Â "Agios," "the company," â€œwe,â€ â€œus,â€ and â€œour,â€ and similar expressions, except where the context requires otherwise, refer to Agios Pharmaceuticals, Inc. and its consolidated subsidiaries, and â€œour Board of Directorsâ€ refers to the board of directors of Agios Pharmaceuticals, Inc.OverviewWe are a biopharmaceutical company committed to transforming patientsâ€™ lives through leadership in the field of cellular metabolism, with the goal of creating differentiated medicines for rare diseases, with a focus on classical hematology. With a history of focused study on cellular metabolism, we have a deep and mature understanding of this biology, which is involved in the healthy functioning of nearly every system in the body. Building on this expertise, these learnings can be rapidly applied to our clinical trials with the goal of developing medicines that can have a significant impact for patients. We accelerate the impact of our portfolio by cultivating connections with patient communities, healthcare professionals, partners and colleagues to discover, develop and deliver potential therapies for rare diseases. We are located in Cambridge, Massachusetts.The lead product candidate in our portfolio, PYRUKYNDÂ® (mitapivat), is an activator of both wild-type and mutant pyruvate kinase, or PK, enzymes for the potential treatment of hemolytic anemias. In February 2022, the U.S. Food and Drug Administration, or FDA, approved PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States. In November 2022, we received marketing authorization from the European Commission for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients in the European Union, or EU. In December 2022, we received marketing authorization in Great Britain for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients under the European Commission Decision Reliance Procedure. In addition, we are currently evaluating PYRUKYNDÂ® in clinical trials for the treatment of thalassemia, sickle cell disease, or SCD, and in pediatric patients with PK deficiency. We are also developing (i) AG-946 (tebapivat), a novel PK activator, for the potential treatment of lower-risk myelodysplastic syndrome, or LR MDS, and hemolytic anemias, and (ii) AG-181, our phenylalanine hydroxylase, or PAH, stabilizer for the potential treatment of phenylketonuria, or PKU.In addition to the aforementioned development programs, in July 2023 we entered into a license agreement with Alnylam Pharmaceuticals, Inc., or Alnylam, for the development and commercialization of products containing or comprised of an siRNA preclinical development candidate discovered by Alnylam and targeting the transmembrane serine protease 6, or TMPRSS6, gene, and we have begun preclinical development of a product candidate for the potential disease-modifying treatment of patients with polycythemia vera, or PV, a rare blood disorder. We are subject to risks common to companies in our industry including, but not limited to, uncertainties relating to conducting preclinical and clinical research and development, the manufacture and supply of products for clinical and commercial use, obtaining and maintaining regulatory approvals and pricing and reimbursement for our products, market acceptance, managing global growth and operating expenses, availability of additional capital, competition, obtaining and enforcing patents, stock price volatility, dependence on collaborative relationships and third-party service providers, dependence on key personnel, potential litigation, potential product liability claims and potential government investigations. Alnylam License AgreementOn July 28, 2023, we entered into a license agreement with Alnylam under which we acquired the rights to develop and commercialize Alnylamâ€™s novel preclinical siRNA targeting the TMPRSS6 gene, as a potential disease-modifying treatment for patients with PV. Because the acquired assets do not meet the definition of a business in accordance with Accounting Standards Codification, or ASC, 805, Business Combinations, we accounted for the agreement as an asset acquisition. In accordance with the license agreement, in the twelve months ended December 31, 2023, we made an up-front payment to Alnylam and recognized in-process research and development of $17.5Â million. We will also pay Alnylam for certain expenses associated with the development of the TMPRSS6 program, and these will be recorded in our Consolidated Statements of Operations as incurred. Additionally, we are responsible to pay up to $130.0Â million in potential development and regulatory milestones, in addition to sales milestones as well as tiered royalties on annual net sales, if any, of licensed products, which may be subject to specified reductions and offsets.6Table of ContentsÂ Â Â Â Sale of Oncology Business to Servier and Sale of Contingent Payments and Royalty RightsOn March 31, 2021, we completed the sale of our oncology business to Servier Pharmaceuticals, LLC, or Servier, which represented a discontinued operation. The transaction included the sale of our oncology business, including TIBSOVOÂ®, our clinical-stage product candidates vorasidenib, AG-270 and AG-636, and our oncology research programs for a payment of approximately $1.8Â billion in cash at the closing, subject to certain adjustments, and a payment of $200.0Â million in cash, if, prior to January 1, 2027, vorasidenib is granted new drug application, or NDA, approval from the FDA with an approved label that permits vorasidenibâ€™s use as a single agent for the adjuvant treatment of patients with Grade 2 glioma that have an isocitrate dehydrogenase, or IDH, 1 or 2 mutation (and, to the extent required by such approval, the vorasidenib companion diagnostic test is granted an FDA premarket approval), or the Vorasidenib Milestone Payment, as well as a royalty of 5% of U.S. net sales of TIBSOVOÂ® from the close of the transaction through loss of exclusivity, and a royalty of 15% of U.S. net sales of vorasidenib from the first commercial sale of vorasidenib through loss of exclusivity, or the Vorasidenib Royalty Rights. The Vorasidenib Milestone Payment, Vorasidenib Royalty Rights and royalty payments related to TIBSOVOÂ® are referred to as contingent payments and recognized as income when realizable. Servier also acquired our co-commercialization rights for Bristol Myers Squibbâ€™s IDHIFAÂ® and the right to receive a $25.0Â million potential milestone payment under our prior collaboration agreement with Celgene Corporation, or Celgene, and following the sale Servier will conduct certain clinical development activities within the IDHIFAÂ® development program.In October 2022, we sold our rights to future contingent payments associated with the royalty of 5% of U.S. net sales of TIBSOVOÂ® from the close of the transaction through the loss of exclusivity to entities affiliated with Sagard Healthcare Partners, or Sagard, and recognized income of $127.9Â million within the gain on sale of contingent payments line item in our Consolidated Statements of Operations for the year ended DecemberÂ 31, 2022. In February 2024, Servier announced that it received filing acceptance and priority review from the FDA for its NDA for vorasidenib for the treatment of certain IDH-mutant diffuse glioma and accelerated assessment from the European Medicines Agency, or EMA, for its Marketing Authorization Application, or MAA, for vorasidenib. The FDA assigned the NDA a Prescription Drug User Fee Act, or PDUFA, action date of August 20, 2024, and Servier anticipates that the European Commission will approve its MAA in the second half of 2024.In May 2024, we entered into a purchase and sale agreement to sell the Vorasidenib Royalty Rights to Royalty Pharma Investments 2019 ICAV, or Royalty Pharma, for $905.0Â million in cash, which sale is contingent upon NDA approval of vorasidenib by the FDA on or before October 31, 2024, and other customary closing conditions. Upon consummation of the sale, Royalty Pharma will acquire 100% of the Vorasidenib Royalty Rights payments made by Servier on account of up to $1.0 billion in net sales for each calendar year. In addition, any such Vorasidenib Royalty Rights payments made by Servier on account of U.S. net sales in each calendar year in excess of $1.0 billion will be split, with Royalty Pharma having the rights to a 12% earn-out on those excess payments and Agios retaining the rights to a 3% earn-out on those excess payments, or the Retained Earn-Out Rights. We retain our rights to the potential Vorasidenib Milestone Payment.Basis of PresentationThe condensed consolidated balance sheet as of JuneÂ 30, 2024, the condensed consolidated statements of operations, comprehensive loss and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and the condensed consolidated statements of cash flows for the six months ended June 30, 2024 and 2023 are unaudited. The unaudited condensed consolidated financial statements have been prepared on the same basis as the annual financial statements and, in the opinion of our management, reflect all adjustments, which include only normal recurring adjustments, necessary to fairly state our financial position as of JuneÂ 30, 2024, our results of operations and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and cash flows for the six months ended June 30, 2024 and 2023. The financial data and the other financial information disclosed in these notes to the condensed consolidated financial statements related to the three and six-month periods are also unaudited. The results of operations for the three and six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the year ending DecemberÂ 31, 2024 or for any other future annual or interim period. The condensed consolidated balance sheet data as of DecemberÂ 31, 2023 was derived from our audited financial statements, but does not include all disclosures required by U.S. generally accepted accounting principles, or U.S. GAAP. The condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in our Annual Report on FormÂ 10-K for the year ended DecemberÂ 31, 2023 that was filed with the Securities and Exchange Commission, or SEC, on FebruaryÂ 15, 2024.Our condensed consolidated financial statements include our accounts and the accounts of our wholly owned subsidiaries. All intercompany transactions have been eliminated in consolidation. The condensed consolidated financial statements have been prepared in conformity with U.S. GAAP.7Table of ContentsÂ Â Â Â Use of EstimatesThe preparation of our condensed consolidated financial statements requires us to make estimates, judgments and assumptions that may affect the reported amounts of assets, liabilities, equity, revenues and expenses and related disclosure of contingent assets and liabilities. On an ongoing basis we evaluate our estimates, judgments and methodologies. We base our estimates on historical experience and on various other assumptions that we believe are reasonable, the results of which form the basis for making judgments about the carrying values of assets, liabilities and equity and the amount of revenues and expenses. The full extent to which pandemics or public health emergencies, may in the future directly or indirectly impact our business, results of operations and financial condition, including expenses, reserves and allowances, clinical trials, research and development costs and employee-related amounts, will depend on future developments that are highly uncertain.LiquidityAs of JuneÂ 30, 2024, we had cash, cash equivalents and marketable securities of $645.3 million. Although we have incurred recurring losses and expect to continue to incur losses for the foreseeable future, we expect our cash, cash equivalents and marketable securities to be sufficient to fund current operations for at least the next twelve months from the issuance of the financial statements. If we are unable to raise additional funds through equity or debt financings, we may be required to delay, limit, reduce or terminate product development or future commercialization efforts or grant rights to develop and market products or product candidates that we would otherwise prefer to develop and market ourselves.2. Summary of Significant Accounting PoliciesThere have been no material changes to the significant accounting policies previously disclosed in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Recent Accounting PronouncementsAccounting standards that have been issued by the Financial Accounting Standards Board or other standards-setting bodies that do not require adoption until a future date are not expected to have a material impact on our financial statements upon adoption.3. Fair Value MeasurementsWe record cash equivalents and marketable securities at fair value. ASC 820, Fair Value Measurements and Disclosures, establishes a fair value hierarchy for those instruments measured at fair value that distinguishes between assumptions based on market data (observable inputs) and our own assumptions (unobservable inputs). The hierarchy consists of three levels:Level 1 â€“ Unadjusted quoted prices in active markets for identical assets or liabilities.Level 2 â€“ Quoted prices for similar assets and liabilities in active markets, quoted prices in markets that are not active, or inputs which are observable, directly or indirectly, for substantially the full term of the asset or liability.Level 3 â€“ Unobservable inputs that reflect our own assumptions about the assumptions market participants would use in pricing the asset or liability in which there is little, if any, market activity for the asset or liability at the measurement date.The following table summarizes our cash equivalents and marketable securities measured at fair value and by level on a recurring basis as of JuneÂ 30, 2024:(In thousands)Level 1Level 2LevelÂ 3TotalCash equivalents$16,203Â $29,474Â $â€”Â $45,677Â Total cash equivalents16,203Â 29,474Â â€”Â 45,677Â Marketable securities:Certificates of deposit$â€”Â $11,878Â $â€”Â $11,878Â U.S. Treasuriesâ€”Â 102,260Â â€”Â 102,260Â Government securitiesâ€”Â 150,793Â â€”Â 150,793Â Corporate debt securitiesâ€”Â 295,847Â â€”Â 295,847Â Total marketable securitiesâ€”Â 560,778Â â€”Â 560,778Â Total cash equivalents and marketable securities$16,203Â $590,252Â $â€”Â $606,455Â Cash equivalents and marketable securities have been initially valued at the transaction price and are subsequently valued, at the end of each reporting period, utilizing third-party pricing services or other observable market data. The pricing services

utilize industry standard valuation models, including both income and market-based approaches, and observable market inputs to 8Table of ContentsÂ Â Â Â determine value. After completing our validation procedures, we did not adjust or override any fair value measurements provided by the pricing services as of JuneÂ 30, 2024.There have been no changes to the valuation methods during the six months ended June 30, 2024, and we had no financial assets or liabilities that were classified as Level 3 at any point during the six months ended June 30, 2024.4. Marketable SecuritiesOur marketable securities are classified as available-for-sale pursuant to ASC 320, Investments â€" Debt and Equity Securities, and are recorded at fair value. Unrealized gains and losses are included as a component of accumulated other comprehensive loss in the condensed consolidated balance sheets and statements of stockholdersâ€™ equity, and a component of total comprehensive loss in the condensed consolidated statements of comprehensive loss, until realized. Unrealized losses are evaluated for impairment under ASC 326, Financial Instruments - Credit Losses, to determine if the impairment is credit-related or noncredit-related. Credit-related impairment is recognized as an allowance on the condensed consolidated balance sheets with a corresponding adjustment to earnings, and noncredit-related impairment is recognized in other comprehensive income, net of taxes. Realized gains and losses are included in investment income on a specific-identification basis. There were no material realized gains or losses on marketable securities for the three and six months ended June 30, 2024 or 2023.Marketable securities at JuneÂ 30, 2024 consisted of the following:(In thousands)AmortizedCostUnrealizedGainsUnrealizedLossesFairValueCurrent:Certificates of deposit$11,885Â $â€"Â (7)11,878Â U.S. Treasuries77,271Â â€"Â (93)77,178Â Government securities147,335Â â€"Â (311)147,024Â Corporate debt securities249,719Â 1Â (426)249,294Â Total Current486,210Â 1Â (837)485,374Â Non-current:U.S. Treasuries25,132Â 8Â (58)25,082Â Government securities3,800Â â€"Â (31)3,769Â Corporate debt securities46,681Â 5Â (133)46,553Â Total Non-current75,613Â 13Â (222)75,404Â Total marketable securities$561,823Â $14Â $(1,059)$560,778Â Marketable securities at DecemberÂ 31, 2023 consisted of the following:(In thousands)AmortizedCostUnrealizedGainsUnrealizedLossesFairValueCurrent:U.S. Treasuries$30,876Â $â€"Â (56)30,820Â Government securities247,460Â 194Â (695)246,959Â Corporate debt securities411,045Â 874Â (975)410,944Â Total Current689,381Â 1,068Â (1,726)688,723Â Non-current:U.S. Treasuries4,802Â 30Â â€"Â 4,832Â Government securities9,986Â 75Â â€"Â 10,061Â Corporate debt securities14,430Â 112Â â€"Â 14,542Â Total Non-current29,218Â 217Â â€"Â 29,435Â Total marketable securities$718,599Â $1,285Â $(1,726)$718,158Â As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we held both current and non-current investments. Investments classified as current have maturities of less than one year. Investments classified as non-current are those that: (i)Â have a maturity of greater 9Table of ContentsÂ Â Â Â than one year, and (ii)Â we do not intend to liquidate within the next twelve months, although these funds are available for use and, therefore, are classified as available-for-sale.As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we held 194 and 151 debt securities, respectively, that were in an unrealized loss position for less than one year. We did not record an allowance for credit losses as of JuneÂ 30, 2024 and DecemberÂ 31, 2023 related to these securities. The aggregate fair value of debt securities in an unrealized loss position at JuneÂ 30, 2024 and DecemberÂ 31, 2023 was $538.0 million and $513.5 million, respectively. There were no individual securities that were in a significant unrealized loss position as of JuneÂ 30, 2024 and DecemberÂ 31, 2023. We regularly review the securities in an unrealized loss position and evaluate the current expected credit loss by considering factors such as historical experience, market data, issuer-specific factors, and current economic conditions. We do not consider these marketable securities to be impaired as of JuneÂ 30, 2024 and DecemberÂ 31, 2023.5. InventoryInventory, which consists of commercial supply of PYRUKYNDÂ®, consisted of the following:(In thousands)June 30,2024December 31, 2023Raw materials$90Â $51Â Work-in-process21,691Â 17,568Â Finished goods2,156Â 1,457Â Total inventory$23,937Â $19,076Â 6. LeasesOur building leases are comprised of office and laboratory space under non-cancelable operating leases. These lease agreements have remaining lease terms of approximately four years and contain various clauses for renewal at our option. The renewal options were not included in the calculation of the operating lease assets and the operating lease liabilities as the renewal options are not reasonably certain of being exercised. The lease agreements do not contain residual value guarantees. The components of lease expense and other information related to leases were as follows:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)2024202320242023Operating lease costs$3,806Â $3,806Â $7,613Â $7,613Â Cash paid for amounts included in the measurement of operating lease liabilities4,678Â 4,544Â $9,331Â $9,064Â We have not entered into any material short-term leases or financing leases as of JuneÂ 30, 2024.In arriving at the operating lease liabilities as of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we applied the weighted-average incremental borrowing rate of 5.7% for both periods over a weighted-average remaining lease term of 3.7 and 4.2 years, respectively. As of JuneÂ 30, 2024, undiscounted minimum rental commitments under non-cancelable leases were as follows:(In thousands)Remaining 2024$7,810Â 202519,507Â 202620,151Â 202720,755Â 20283,479Â Undiscounted minimum rental commitments$71,702Â Interest(7,082)Operating lease liabilities$64,620Â We provided our landlord a security deposit of $2.9Â million as security for our leases, which is included within other non-current assets on our condensed consolidated balance sheet.10Table of ContentsÂ Â Â Â In August 2021, we entered into a long-term sublease agreement for 13,000 square feet of the office space at 38 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through December 2024. In April 2022, we entered into a long-term sublease agreement for 27,000 square feet of the office space at 64 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through April 2025. In May 2023, we entered into a long-term sublease agreement for 7,407 square feet of office space on the first floor of 64 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through April 2025. We recorded operating sublease income of $1.6 million and $1.4 million for the three months ended June 30, 2024 and 2023, respectively, and $3.2 million and $2.8 million for the six months ended June 30, 2024 and 2023, respectively, in other income, net in the condensed consolidated statements of operations. We hold security deposits from our sublessees of approximately $1.2 million which is recorded within other non-current assets on our condensed consolidated balance sheet.As of JuneÂ 30, 2024, the future minimum lease payments to be received under the long-term sublease agreements were as follows:(In thousands)Remaining 2024$2,565Â 20251,310Â Total$3,875Â 7. Accrued ExpensesAccrued expenses consisted of the following:(In thousands)June 30,2024December 31, 2023Accrued compensation$11,965Â $23,232Â Accrued research and development costs19,265Â 15,463Â Accrued professional fees3,439Â 3,115Â Accrued other2,073Â 1,357Â Total accrued expenses$36,742Â $43,167Â 8. Product RevenueWe sell PYRUKYNDÂ®, our wholly owned product, to a limited number of specialty distributors and specialty pharmacy providers, or collectively, the Customers. These Customers subsequently resell PYRUKYNDÂ® to pharmacies or dispense PYRUKYNDÂ® directly to patients. In addition to distribution agreements with Customers, we enter into arrangements with healthcare providers and payors that provide for government-mandated and/or privately-negotiated rebates, chargebacks and discounts with respect to the purchase of PYRUKYNDÂ®.The performance obligation related to the sale of PYRUKYNDÂ® is satisfied and revenue is recognized when the Customer obtains control of the product, which occurs at a point in time, typically upon delivery to the Customer.Product revenue, net, were as follows: Three Months Ended June 30,Six Months Ended June 30,(In thousands)2024202320242023Product revenue, net$8,615Â $6,712Â $16,804Â $12,321Â Reserves for Variable ConsiderationRevenues from product sales are recorded at the net sales price, or transaction price, which includes estimates of variable consideration for which reserves are established and result from contractual adjustments, government rebates, returns and other allowances that are offered within the contracts with our Customers, healthcare providers, payors and other indirect customers relating to the sale of our products.Contractual AdjustmentsWe generally provide Customers with discounts, including prompt pay discounts, and allowances that are explicitly stated in the contracts and are recorded as a reduction of revenue in the period the related product revenue is recognized. In addition, we receive sales order management, data and distribution services from certain Customers.11Table of ContentsÂ Â Â Â Chargebacks and discounts represent the estimated obligations resulting from contractual commitments to sell products to qualified healthcare providers at prices lower than the list prices charged to Customers who directly purchase the product from us. Customers charge us for the difference between what they pay for the product and the ultimate selling price to the qualified healthcare providers. These reserves are estimated using the expected value method, based upon a range of possible outcomes that are probability-weighted for the estimated channel mix and are established in the same period that the related revenue is recognized, resulting in a reduction of product revenue.Government RebatesGovernment rebates include Medicare, TriCare, and Medicaid rebates, which we estimate using the expected value method, based upon a range of possible outcomes that are probability-weighted for the estimated payor mix. These reserves are recorded in the same period the related revenue is recognized, resulting in a reduction of product revenue. For Medicare, we also estimate the number of patients in the prescription drug coverage gap for whom we will owe an additional liability under the Medicare Part D program.Returns / ReplacementWe estimate the amount of product sales that may be returned by Customers or replaced by Agios and record this estimate as a reduction of revenue in the period the related product revenue is recognized. We currently estimate product return and replacement liabilities using the expected value method, based on available industry data, including our visibility into the inventory remaining in the distribution channel.The following table summarizes balances and activity in each of the product revenue allowance and reserve categories for the six months ended June 30, 2024:(In thousands)Contractual AdjustmentsGovernment RebatesReturns/ ReplacementTotalBalance at December 31, 2023$156Â $1,084Â $232Â $1,472Â Current provisions relating to sales in the current year772Â 1,245Â 189Â 2,206Â Adjustments relating to prior years(39)(49)40Â (48)Payments/returns relating to sales in the current year(632)(306)â€"Â (938)Payments/returns relating to sales in the prior years(85)(371)(71)(527)Balance at June 30, 2024$172Â $1,603Â $390Â $2,165Â Total revenue-related reserves above, included in our condensed consolidated balance sheets, are summarized as follows:(In thousands)June 30, 2024December 31, 2023Reduction of accounts receivable$102Â $151Â Component of accrued expenses 2,063Â 1,321Â Total revenue-related reserves$2,165Â $1,472Â The following table presents changes in our contract assets during the six months ended June 30, 2024:(In thousands)December 31, 2023AdditionsDeductionsJune 30, 2024Contract assets(1)Accounts receivable, net$2,810Â $18,940Â $(17,988)$3,762Â (1) Additions to contract assets relate to amounts billed to Customers for product sales and deductions to contract assets primarily relate to collection of receivables during the reporting period. 9. Share-Based Payments2023 Stock Incentive Plan and Inducement GrantsIn June 2023, our stockholders approved the 2023 Stock Incentive Plan, or the 2023 Plan. The 2023 Plan provides for the grant of incentive stock options, nonstatutory stock options, stock appreciation rights, restricted stock awards, restricted stock units, or RSUs, performance-based share units, or PSUs, and other stock-based awards to employees, advisors, consultants and non-employee directors. 12Table of ContentsÂ Â Â Â Following the adoption of the 2023 Plan, we ceased granting equity awards under the 2013 Stock Incentive Plan, or the 2013 Plan. Any outstanding equity awards that were previously granted under the 2013 Plan continue to be governed by their terms. Following adoption of the 2013 Plan, we ceased granting equity awards under the 2007 Stock Incentive Plan, or the 2007 Plan. There are no outstanding equity awards under the 2007 Plan.In connection with the start of employment of our Chief Executive Officer and Chief Financial Officer in 2022, and our Chief Commercial Officer in 2023, our board of directors granted each of them equity awards in the form of stock options, RSUs and PSUs, which awards were made outside our equity incentive plans as inducements material to their respective entry into employment with us in accordance with Nasdaq Listing Rule 5635(c)(4).As of JuneÂ 30, 2024, the maximum number of shares reserved under the 2013 Plan, the 2023 Plan and the inducement grants described above was 11,127,064, and we had 2,896,048 shares available for future issuance under the 2023 Plan.Stock optionsThe following table presents stock option activity for the six months ended June 30, 2024:NumberÂ ofStockÂ OptionsWeighted-AverageExercise PriceOutstanding at December 31, 20235,263,681Â $44.94Â Granted960,488Â 33.39Â Exercised(184,331)30.96Â Cancelled/Forfeited(21,063)41.52Â Expired(22,750)34.41Â Outstanding at June 30, 20245,996,025Â $43.57Â Exercisable at June 30, 20243,727,328Â $51.07Â Vested and expected to vest at June 30, 20245,996,025Â $43.57Â At JuneÂ 30, 2024, there was approximately $36.8 million of total unrecognized compensation expense related to unvested stock option awards, which we expect to recognize over a weighted-average period of approximately 2.61 years.Restricted stock unitsThe following table presents RSU activity for the six months ended June 30, 2024:NumberÂ ofStockÂ UnitsWeighted-AverageGrantÂ DateÂ FairÂ ValueUnvested shares at December 31, 20231,346,701Â $29.67Â Granted1,054,565Â 31.23Â Vested(522,606)33.04Â Forfeited(18,252)29.17Â Unvested shares at June 30, 20241,860,408Â $29.62Â As of JuneÂ 30, 2024, there was approximately $43.8 million of total unrecognized compensation expense related to RSUs, which we expect to recognize over a weighted-average period of approximately 2.14 years.Performance-based stock units The following table presents PSU activity for the six months ended June 30, 2024:NumberÂ ofStockÂ UnitsWeighted-AverageGrantÂ DateÂ FairÂ ValueUnvested shares at December 31, 2023362,133Â $30.66Â Granted183,000Â 32.27Â Vested(170,550)35.04Â Unvested shares at June 30, 2024374,583Â $29.45Â Stock-based compensation expense associated with these PSUs is recognized if the underlying performance condition is considered probable of achievement using our managementâ€™s best estimates.13Table of ContentsÂ Â Â Â As of JuneÂ 30, 2024, there was no unrecognized compensation expense related to PSUs with performance-based vesting criteria that are considered probable of achievement, and $11.0 million of total unrecognized compensation expense related to PSUs with performance-based vesting criteria that are considered not probable of achievement.Market-based stock unitsThe following table presents market-based stock unit, or MSU, activity for the six months ended June 30, 2024:Number ofStock UnitsWeighted-AverageGrant Date FairValueUnvested shares at December 31, 202342,695Â $41.50Â Expired(42,695)41.50Â Unvested shares at June 30, 2024â€"Â $â€"Â The fair value of MSUs are estimated using a Monte Carlo simulation model. Assumptions and estimates utilized in the model include the risk-free interest rate, dividend yield, expected stock volatility and the estimated period to achievement of the market condition. As of JuneÂ 30, 2024, there was no remaining unrecognized compensation expense related to MSUs.2013 Employee Stock Purchase PlanIn June 2013, our Board of Directors adopted, and in July 2013 our stockholders approved, the 2013 Employee Stock Purchase Plan, or the 2013 ESPP. We issued and sold 52,514 and 54,867 shares of common stock during the six months ended June 30, 2024 and 2023, respectively, under the 2013 ESPP. The 2013 ESPP provides participating employees with the opportunity to purchase up to an aggregate of 2,363,636 shares of our common stock. As of JuneÂ 30, 2024, we had 1,633,525 shares of common stock available for future issuance under the 2013 ESPP.Stock-based compensation expenseStock-based compensation expense by award type included within the condensed consolidated statements of operations is as follows:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)2024202320242023Stock options$4,361Â $3,937Â $8,432Â $8,894Â Restricted stock units6,211Â 4,754Â 11,177Â 9,701Â Performance-based stock units750Â 2,784Â 750Â 2,784Â Employee stock purchase plan243Â 262Â 440Â 497Â Total stock-based compensation expense$11,565Â $11,737Â $20,799Â $21,876Â Expenses related to stock options and stock-based awards were allocated as follows in the condensed consolidated statements of operations:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)2024202320242023Research and development expense$4,460Â $4,540Â $8,235Â $8,895Â Selling, general and administrative expense7,105Â 7,197Â 12,564Â 12,981Â Total stock-based compensation expense$11,565Â $11,737Â $20,799Â $21,876Â 10. Loss per ShareBasic net loss per share is calculated by dividing net loss by the weighted-average shares outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is calculated by adjusting the weighted-average shares outstanding for the dilutive effect of common stock equivalents outstanding for the period, determined using the treasury stock method. For purposes of the dilutive net loss per share calculation, stock options, RSUs, PSUs and MSUs for which the performance and market vesting conditions, respectively, have been deemed probable, and 2013 ESPP shares are considered to be common stock equivalents, while PSUs and MSUs with performance and market vesting conditions, respectively, that were not deemed probable as of JuneÂ 30, 2024 are not considered to be common stock equivalents.14Table of ContentsÂ Â Â Â We utilize the control number concept in the computation of diluted earnings per share to determine whether potential common stock equivalents are dilutive. The control number used is net loss from continuing operations. The control number concept requires that the same number of potentially dilutive securities applied in computing diluted earnings per share from continuing operations be applied to all other categories of income or loss, regardless of their anti-dilutive effect on such categories. Since we had a net loss for all periods presented, no dilutive effect has been recognized in the calculation of loss per share. Basic and diluted net loss per share was the same for all periods presented.The following common stock equivalents were excluded from the calculation of diluted net loss per share applicable to common stockholders for the periods indicated because including them would have had an anti-dilutive effect:Three and Six Months Ended June 30,20242023Stock options5,996,025Â 5,789,272Â Restricted stock units1,860,408Â 1,415,219Â Employee stock purchase plan shares39,381Â 50,942Â Total common stock equivalents7,895,814Â 7,255,433Â 11. Subsequent EventsIn July 2024, we entered into a distribution agreement with NewBridge Pharmaceuticals FZ-LLC, or NewBridge, pursuant to which we granted NewBridge the right to commercialize PYRUKYNDÂ® in Bahrain, Kuwait, Oman, Qatar, Saudi Arabia, and the United Arab Emirates. We do not expect this agreement to have a material impact on our business, financial condition or results of operations for the fiscal year ending December 31, 2024.15Table of ContentsÂ Â Â Â ItemÂ 2.Â Â Â Â Managementâ€™s Discussion and Analysis of Financial Condition and Results of OperationsForward-looking InformationThe following discussion of our financial condition and results of operations should be read in conjunction with our unaudited condensed consolidated financial statements as of JuneÂ 30, 2024 and for the three and six months ended June 30, 2024 and 2023, and related notes included in Part I, ItemÂ 1 of this Quarterly Report on Form 10-Q, as well as the audited consolidated financial statements and notes and Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations, included in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023 filed with the SEC on FebruaryÂ 15, 2024. This Managementâ€™s

Discussion and Analysis of Financial Condition and Results of Operations contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are based on current expectations, estimates, forecasts and projections, and the beliefs and assumptions of our management, and include, without limitation, statements with respect to our expectations regarding our research, development and commercialization plans and prospects, results of operations, selling, general and administrative expenses, research and development expenses, and the sufficiency of our cash for future operations. Words such as â€œaim,â€ â€œanticipate,â€ â€œbelieve,â€ â€œcontinue,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œgoal,â€ â€œintend,â€ â€œmay,â€ â€œmight,â€ â€œplan,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œstrategy,â€ â€œtarget,â€ â€œvision,â€ â€œwill,â€ â€œwouldâ€ or the negatives of these words and similar expressions are intended to identify these forward-looking statements, although not all forward-looking statements contain these identifying words. Readers are cautioned that these forward-looking statements are predictions and are subject to risks, uncertainties and assumptions that are difficult to predict. Therefore, actual results may differ materially and adversely from those expressed in any forward-looking statements. Among the important factors that could cause actual results to differ materially from those indicated by our forward-looking statements are those discussed under the heading â€œRisk Factorsâ€ in Part II, ItemÂ 1A and elsewhere in this report, and in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023. We undertake no obligation to revise the forward-looking statements contained herein to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, except as required by law.OverviewWe are a biopharmaceutical company committed to transforming patientsâ€™ lives through leadership in the field of cellular metabolism, with the goal of creating differentiated medicines for rare diseases, with a focus on classical hematology. With a history of focused study on cellular metabolism, we have a deep and mature understanding of this biology, which is involved in the healthy functioning of nearly every system in the body. Building on this expertise, these learnings can be rapidly applied to our clinical trials with the goal of developing medicines that can have a significant impact for patients. We accelerate the impact of our portfolio by cultivating connections with patient communities, healthcare professionals, partners and colleagues to discover, develop and deliver potential therapies for rare diseases.The lead product candidate in our portfolio, PYRUKYNDÂ® (mitapivat), is an activator of both wild-type and mutant pyruvate kinase, or PK, enzymes for the potential treatment of hemolytic anemias. In February 2022, the U.S. Food and Drug Administration, or FDA, approved PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States. In November 2022, we received marketing authorization from the European Commission for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients in the European Union, or EU. In December 2022, we received marketing authorization in Great Britain for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients under the European Commission Decision Reliance Procedure. In addition, we are currently evaluating PYRUKYNDÂ® in clinical trials for the treatment of thalassemia, sickle cell disease, or SCD, and in pediatric patients with PK deficiency. We are also developing (i) AG-946 (tebapivat), a novel PK activator, for the potential treatment of lower-risk myelodysplastic syndrome, or LR MDS, and hemolytic anemias, and (ii) AG-181, our phenylalanine hydroxylase, or PAH, stabilizer for the potential treatment of phenylketonuria, or PKU.In addition to the aforementioned development programs, in July 2023 we entered into a license agreement with Alnylam Pharmaceuticals, Inc., or Alnylam, for the development and commercialization of products containing or comprised of an siRNA preclinical development candidate discovered by Alnylam and targeting the transmembrane serine protease 6, or TMPRSS6, gene, and we have begun preclinical development of a product candidate for the potential disease-modifying treatment of patients with polycythemia vera, or PV, a rare blood disorder. Alnylam License AgreementIn accordance with the license agreement with Alnylam, in the year ended December 31, 2023, we made an up-front payment to Alnylam and recognized in-process research and development of $17.5Â million. We will also pay Alnylam for certain expenses associated with the development of the TMPRSS6 program, and these will be recorded in our Consolidated Statements of Operations as incurred. Additionally, we are responsible to pay up to $130.0Â million in potential development and regulatory milestones, in addition to sales milestones as well as tiered royalties on annual net sales, if any, of licensed products, which may 16Table of ContentsÂ Â Â Â be subject to specified reductions and offsets. Because the acquired assets under the license agreement with Alnylam do not meet the definition of a business in accordance with ASC 805, Business Combinations, we accounted for the agreement as an asset acquisition.Sale of Oncology Business to Servier and Sale of Contingent Payments and Royalty RightsOn March 31, 2021, we completed the sale of our oncology business to Servier Pharmaceuticals, LLC, or Servier, which represented a discontinued operation. The transaction included the sale of our oncology business, including TIBSOVOÂ®, our clinical-stage product candidates vorasidenib, AG-270 and AG-636, and our oncology research programs for a payment of approximately $1.8Â billion in cash at the closing, subject to certain adjustments, and a payment of $200.0Â million in cash, if, prior to January 1, 2027, vorasidenib is granted new drug application, or NDA, approval from the FDA with an approved label that permits vorasidenibâ€™s use as a single agent for the adjuvant treatment of patients with Grade 2 glioma that have an isocitrate dehydrogenase, or IDH, 1 or 2 mutation (and, to the extent required by such approval, the vorasidenib companion diagnostic test is granted an FDA premarket approval), or the Vorasidenib Milestone Payment, as well as a royalty of 5% of U.S. net sales of TIBSOVOÂ® from the close of the transaction through loss of exclusivity, and a royalty of 15% of U.S. net sales of vorasidenib from the first commercial sale of vorasidenib through loss of exclusivity, or the Vorasidenib Royalty Rights, with these royalties referred to as contingent payments and recognized as income when realizable. Servier also acquired our co-commercialization rights for Bristol Myers Squibbâ€™s IDHIFAÂ® and the right to receive a $25.0Â million potential milestone payment under our prior collaboration agreement with Celgene Corporation, or Celgene, and following the sale Servier will conduct certain clinical development activities within the IDHIFAÂ® development program.In October 2022, we sold our rights to future contingent payments associated with the royalty of 5% of U.S. net sales of TIBSOVOÂ® from the close of the transaction through the loss of exclusivity to entities affiliated with Sagard Healthcare Partners, or Sagard, and recognized income of $127.9Â million within the gain on sale of contingent payments line item in our consolidated statements of operations for the year ended December 31, 2022.In February 2024, Servier announced that it received filing acceptance and priority review from the FDA for its NDA for vorasidenib for the treatment of certain IDH-mutant diffuse glioma and accelerated assessment from the European Medicines Agency, or EMA, for its Marketing Authorization Application, or MAA, for vorasidenib. The FDA assigned the NDA a Prescription Drug User Fee Act, or PDUFA, action date of August 20, 2024, and Servier anticipates that the European Commission will approve its MAA in the second half of 2024.In May 2024, we entered into a purchase and sale agreement to sell the Vorasidenib Royalty Rights to Royalty Pharma Investments 2019 ICAV, or Royalty Pharma, for $905.0 million in cash, or the Upfront Payment, which sale is contingent upon NDA approval of vorasidenib by the FDA on or before October 31, 2024, and other customary closing conditions. Upon consummation of the sale, Royalty Pharma will acquire 100% of the Vorasidenib Royalty Rights payments made by Servier on account of up to $1.0 billion in net sales for each calendar year. In addition, any such Vorasidenib Royalty Rights payments made by Servier on account of U.S. net sales in each calendar year in excess of $1.0 billion will be split, with Royalty Pharma having the rights to a 12% earn-out on those excess payments and Agios retaining the rights to a 3% earn-out on those excess payments, or the Retained Earn-Out Rights. We retain our rights to the potential Vorasidenib Milestone Payment.Financial Operations OverviewGeneralSince inception, our operations have primarily focused on organizing and staffing our company, business planning, raising capital, assembling our core capabilities in cellular metabolism and classical hematology, identifying potential product candidates, undertaking preclinical studies, conducting clinical trials, establishing a commercial infrastructure, preparing for and executing on the commercial launch of PYRUKYNDÂ® and, prior to the sale of our oncology business to Servier on March 31, 2021, marketing TIBSOVOÂ® and IDHIFAÂ®. Through March 31, 2021, we financed our operations primarily through proceeds from the sale of our royalty rights, commercial sales of TIBSOVOÂ®, funding received from our collaboration agreements, private placements of our preferred stock, our initial public offering of our common stock and concurrent private placement of common stock to an affiliate of Celgene, and our follow-on public offerings. Following the sale of our oncology business to Servier on March 31, 2021, we have financed and expect to continue to finance our operations primarily through cash on hand, royalty payments from Servier with respect to U.S. net sales of TIBSOVOÂ® prior to the sale of these contingent payments to Sagard, proceeds from the sale of contingent payments to Sagard, a potential Upfront Payment from Royalty Pharma and a potential Vorasidenib Milestone Payment from Servier, both of which are contingent on if the NDA for vorasidenib is approved by the FDA, potential royalty payments with respect to the Retained Earn-Out Rights, the actual and potential future sales of PYRUKYNDÂ® and, potentially, collaborations, strategic alliances, licensing arrangements and other nondilutive strategic transactions. In addition, we may pursue opportunistic debt offerings, and equity or equity-linked offerings.17Table of ContentsÂ Â Â Â Additionally, since inception, we have historically incurred significant operating losses. Our net losses for the six months ended June 30, 2024 and 2023 were $177.7 million and $164.8 million, respectively. As of JuneÂ 30, 2024, we had an accumulated deficit of $1.0 billion. We expect to incur significant expenses and net losses until such time we are able to report profitable results. Our net losses may fluctuate significantly from year to year. We expect that we will continue to incur significant expenses as we continue to advance and expand clinical development and commercialization activities for PYRUKYNDÂ®, including with respect to our anticipated regulatory submissions for the treatment of thalassemia; advance and expand clinical development of AG-946 (tebapivat); continue to advance AG-181, our PAH stabilizer; continue preclinical development of a licensed siRNA development candidate pursuant to our license agreement with Alnylam; expand and protect our intellectual property portfolio, including by in-licensing or acquiring assets for pipeline growth; and hire additional commercial and development personnel.RevenuesOur wholly owned product, PYRUKYNDÂ®, received approval from the FDA on February 17, 2022, for the treatment of hemolytic anemia in adults with PK deficiency in the United States. Upon FDA approval of PYRUKYNDÂ® in the United States, we began generating product revenue from sales of PYRUKYNDÂ®. We sell PYRUKYNDÂ® to a limited number of specialty distributors and specialty pharmacy providers, or collectively, the Customers. These Customers subsequently resell PYRUKYNDÂ® to pharmacies or dispense PYRUKYNDÂ® directly to patients. In addition to distribution agreements with Customers, we enter into arrangements with healthcare providers and payors that provide for government-mandated and/or privately-negotiated rebates, chargebacks and discounts with respect to the purchase of PYRUKYNDÂ®. In July 2024, we entered into a distribution agreement with NewBridge Pharmaceuticals FZ-LLC, or the NewBridge Agreement, pursuant to which we granted NewBridge the right to commercialize PYRUKYNDÂ® in Bahrain, Kuwait, Oman, Qatar, Saudi Arabia, and the United Arab Emirates. For further discussion of our revenue recognition policy, see Note 8, Product Revenue, to the condensed consolidated financial statements in this Quarterly Report on Form 10-Q.In the future, we expect to continue to generate revenue from product sales, and we may potentially generate revenue from royalties on product sales, milestone payments, and upfront payments under existing arrangements or future collaborations or licensing agreements.Cost of SalesCost of sales consists primarily of manufacturing costs for sales of PYRUKYNDÂ®. Based on our policy to expense costs associated with the manufacturing of our products prior to regulatory approval, certain of the manufacturing costs associated with product shipments of PYRUKYNDÂ® recorded during the three and six months ended June 30, 2024 and 2023 were expensed prior to February 17, 2022, and, therefore, are not included in costs of sales during the three and six months ended June 30, 2024 and 2023. The amounts excluded from cost of sales were not significant during the three and six months ended June 30, 2024 and 2023.Inventories are reviewed periodically to identify excess or obsolete inventory based on projected sales activity as well as product shelf-life. Expired inventory is disposed of, and the related costs are recognized as cost of sales in our consolidated statements of operations, when, based on the expiry date, we do not believe we are able to sell the inventory. We have not reserved for excess or obsolete inventory during the three and six months ended June 30, 2024 and 2023.Research and Development ExpensesResearch and development activities are central to our business model. Product candidates in later stages of clinical development generally have higher development costs than those in earlier stages of clinical development, primarily due to the increased size and duration of later-stage clinical trials. We expect research and development costs related to our portfolio to increase as our product candidate development programs progress. However, the successful development of our product candidates is highly uncertain. As such, at this time, we cannot reasonably estimate or know the nature, timing and estimated costs of the efforts that will be necessary to complete the development of and to commercialize these product candidates. We are unable to predict the amount of net cash inflows from PYRUKYNDÂ® or any of our product candidates. This is due to the numerous risks and uncertainties associated with developing medicines, including the uncertainty of:18Table of ContentsÂ Â Â Â â€¢establishing an appropriate safety profile with an investigational new drug application, or IND, and/or NDA-enabling toxicology and clinical trials;â€¢successfully enrolling in, and completion of, clinical trials;â€¢receiving marketing approvals from applicable regulatory authorities;â€¢establishing compliant commercial manufacturing capabilities or making arrangements with third-party manufacturers;â€¢obtaining and maintaining patent and trade secret protection and regulatory exclusivity for our product candidates;â€¢launching commercial sales of the products, if and when approved, in the United States or in other jurisdictions, whether alone or in collaboration with others, including pursuant to the NewBridge Agreement; andâ€¢maintaining an acceptable safety profile of the products following approval.A change in the outcome of any of these variables with respect to the development of any of our product candidates would significantly change the costs and timing associated with the development of that product candidate.Research and development expenses consist primarily of costs incurred for our research activities, including our drug discovery efforts, and the development of our product candidates, which include:â€¢employee-related expenses, including salaries, benefits and stock-based compensation expense;â€¢expenses incurred under agreements with third parties, including contract research organizations, or CROs, that conduct research and development and both preclinical and clinical activities on our behalf, and the cost of consultants;â€¢the cost of lab supplies and acquiring, developing and manufacturing preclinical and clinical study materials; andâ€¢facilities, depreciation, and other expenses, which include direct and allocated expenses for rent and the maintenance of facilities, insurance and other operating costs.The following summarizes our most advanced programs:PYRUKYNDÂ® (mitapivat): First-in-Class PK ActivatorWe are developing PYRUKYNDÂ® for the treatment of PK deficiency and other hemolytic anemias such as thalassemia and SCD. PYRUKYNDÂ® is an orally available small molecule and a potent activator of the wild-type and mutated PK enzymes.In February 2022, the FDA approved PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States. In November 2022, we received marketing authorization from the European Commission for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients in the EU. In December 2022, we received marketing authorization in Great Britain for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients under the European Commission Decision Reliance Procedure. In addition, we are currently evaluating PYRUKYNDÂ® in clinical trials for the treatment of thalassemia, SCD, and in pediatric patients with PK deficiency. We have worldwide development and commercial rights to PYRUKYNDÂ® and expect to fund the future development and commercialization costs related to this program. PYRUKYNDÂ® has been granted orphan drug designation for the treatment of PK deficiency by the FDA and the EMA. Additionally, PYRUKYNDÂ® has received orphan drug designation from the FDA for the treatment of thalassemia and SCD, and breakthrough medicine designation by the Saudi Food and Drug Authority for the treatment of thalassemia. We have built our commercial infrastructure to support the commercial launch of PYRUKYNDÂ® in adult PK deficiency in the United States. In connection with our regulatory approvals in the EU and Great Britain, we are currently providing access to PYRUKYNDÂ® on a free of charge basis for eligible patients in those jurisdictions through a global managed access program. We provide access to PYRUKYNDÂ® for adult patients with PK deficiency in other jurisdictions upon request through the global managed access program, on either a free of charge or for charge basis. Our global managed access program has not had a significant impact on our business, financial condition or results of operations. Beyond the global managed access program, we continue to evaluate options for the commercialization of PYRUKYNDÂ® outside of the United States, including through exploring potential partnership opportunities, such as the NewBridge Agreement which we entered into in July 2024.We are evaluating PYRUKYNDÂ® in numerous clinical trials, including the following:â€¢An extension study evaluating the long-term safety, tolerability and efficacy of treatment with PYRUKYNDÂ® in patients from ENERGIZE, our completed phase 3, double-blind, randomized, placebo-controlled multicenter study pivotal trial of PYRUKYNDÂ® in adults with non-transfusion-dependent alpha- or beta-thalassemia. We announced topline data for ENERGIZE in January 2024 and a more detailed analysis of the data in June 2024. A total of 194 patients were enrolled 19Table of ContentsÂ Â Â Â in the study, with 130 randomized to PYRUKYNDÂ® 100 mg twice-daily, and 64 randomized to matched placebo. 122 patients (93.8%) in the PYRUKYNDÂ® arm and 62 patients (96.9%) in the placebo arm completed the 24-week double-blind period of the study. The study met the primary endpoint of hemoglobin response, where treatment with PYRUKYNDÂ® demonstrated a statistically significant increase in hemoglobin response compared to placebo, as 42.3% of patients in the PYRUKYNDÂ® arm achieved a hemoglobin response, compared to 1.6% of patients in the placebo arm (2-sided p<0.0001). Treatment with PYRUKYNDÂ® also demonstrated statistically significant improvements compared to placebo for both key secondary endpoints: (i) change from baseline in average Functional Assessment of Chronic Illness Therapy-Fatigue, or FACIT-Fatigue, subscale score from week 12 to week 24 and (ii) change from baseline in average hemoglobin concentration from week 12 to week 24. During the 24-week double-blind period, four (3.1%) subjects in the PYRUKYNDÂ® arm experienced adverse events, or AEs, leading to discontinuation, and there were no AEs in the placebo arm leading to discontinuation. We aim to submit an sNDA for PYRUKYNDÂ® in thalassemia to the FDA by the end of 2024. â€¢An extension study evaluating the long-term safety, tolerability and efficacy of treatment with PYRUKYNDÂ® in patients from ENERGIZE-T, our completed phase 3, double-blind,

randomized, placebo-controlled multicenter study evaluating the efficacy and safety of PYRUKYNDÂ® as a potential treatment for adults with transfusion-dependent alpha- or beta-thalassemia, defined as 6 to 20 red blood cell, or RBC, units transfused and â‰¤ six-week transfusion-free period during the 24-week period before randomization. The primary endpoint of the trial is percentage of patients with transfusion reduction response, defined as a â‰¥50% reduction in transfused RBC units with a reduction of â‰¥2 units of transfused RBCs in any consecutive 12-week period through week 48 compared with baseline. Secondary endpoints include additional transfusion reduction measures and percentage of participants with transfusion-independence. We announced topline data for ENERGIZE-T in June 2024. A total of 258 patients were enrolled in the study, with 171 randomized to PYRUKYNDÂ® 100 mg twice-daily and 87 randomized to matched placebo. 155 patients (90.6%) in the PYRUKYNDÂ® arm and 83 patients (95.4%) in the placebo arm completed the 48-week double-blind period of the study. The study met the primary endpoint of transfusion reduction response, where treatment with PYRUKYNDÂ® demonstrated a statistically significant reduction in transfusion burden compared to placebo, as 30.4% of patients achieved a transfusion reduction response, compared to 12.6% of patients in the placebo arm (2-sided p=0.0003). Treatment with PYRUKYNDÂ® also demonstrated a statistically significant reduction in additional measures of transfusion reduction response compared to placebo as assessed by the three key secondary endpoints: (i) â‰¥50% reduction in transfused RBC units in any consecutive 24-week period through week 48 compared with baseline, (ii) â‰¥33% reduction in transfused RBC units from week 13 through week 48 compared with baseline, and (iii) â‰¥50% reduction in transfused RBC units from week 13 through week 48 compared with baseline. In addition, a higher proportion of patients in the PYRUKYNDÂ® arm (9.9%) compared to the placebo arm (1.1%) achieved the secondary endpoint of transfusion independence (transfusion-free for â‰¥8 consecutive weeks through week 48). During the 48-week double-blind period, 5.8% of the patients in the PYRUKYNDÂ® arm experienced an AE leading to discontinuation, compared to 1.2% of patients in the placebo arm. As mentioned above, we aim to submit an sNDA for PYRUKYNDÂ® in thalassemia to the FDA by the end of 2024.â€¢RISE UP, a phase 2/3 study evaluating the efficacy and safety of PYRUKYNDÂ® in SCD patients who are 16 years of age or older, have had between two and 10 sickle cell pain crises in the past 12 months, and have hemoglobin within the range of 5.5 to 10.5 g/dL during screening. We enrolled 79 patients in the phase 2 portion of the trial, with 26 patients in the 50 mg twice daily mitapivat arm, 26 patients in the 100 mg twice daily mitapivat arm and 27 patients in the placebo arm. The primary endpoints of the phase 2 portion of the trial were hemoglobin response, defined as â‰¥ 1 g/dL increase in average hemoglobin concentration from week 10 to week 12 compared to baseline, and safety. In June 2023, we announced the phase 2 portion of this trial had achieved its primary endpoint of hemoglobin response in patients in both 50 mg and 100 mg twice daily mitapivat arms. 46.2% of patients (n=12) in the 50 mg twice daily mitapivat arm and 50.0% of patients (n=13) in the 100 mg twice daily mitapivat arm achieved a hemoglobin response, compared to 3.7% of patients (n=1) in the placebo arm (2-sided p=0.0003 and 0.0001, respectively). In December 2023, we announced the following additional results of the phase 2 portion of the trial: (i) the least-squares mean (95% confidence interval) for average change from baseline in hemoglobin levels, from week 10 through week 12, for patients in the 50 mg twice daily mitapivat, 100 mg twice daily mitapivat, and placebo arms, respectively, was 1.11 (0.77, 1.45) g/dL, 1.13 (0.79, 1.47) g/dL, and 0.05 (â^'0.28, 0.39) g/dL; (ii) we observed improvements in annualized rates of sickle cell pain crises as the annualized rate of sickle cell pain crises (95% confidence interval) for patients in the 50 mg twice daily and 100 mg twice daily mitapivat arms, respectively, was 0.83 (0.34, 1.99) and 0.51 (0.16, 1.59), compared to 1.71 (0.95, 3.08) for patients in the placebo arm; (iii) we observed improvement in patient-reported fatigue scores in the 50 mg twice daily mitapivat arm compared to the placebo arm, and the least-squares mean (95% confidence interval) for average changes from baseline in patient-reported fatigue score, from week 10 through week 12, for patients in the 50 mg twice daily mitapivat, 100 mg twice daily mitapivat, and placebo arms, respectively, was â^'3.80 (â^'7.16, â^'0.45), â^'0.10 (â^'3.27, 3.08), and â^'0.17 (â^'3.40, 3.07). The safety profile for mitapivat observed in the phase 2 portion of the trial was generally consistent with previously reported data in other studies of SCD and other hemolytic anemias. The most common 20Table of ContentsÂ Â Â Â treatment-emergent adverse events, or TEAEs, in the 50 mg BID, 100 mg BID, and placebo arms, respectively, were: headache (n=6, 6, 7), arthralgia (n=3, 5, 9), dysmenorrhea (n=0, 3, 0), pain (n=3, 3, 2), pain in extremity (n=1, 3, 6), back pain (n=4, 2, 3), nausea (n=1, 2, 4), fatigue (n=4, 1, 5), and influenza-like illness (n=1, 1, 3). There were no serious TEAEs attributed to mitapivat and there were no AEs leading to drug reduction, discontinuation, interruption or death in either the mitapivat or the placebo arms. Of the 79 patients enrolled in the study, 73 continued into the Phase 2 open-label extension period. In October 2023, we enrolled the first patient in the phase 3 portion of this trial. The phase 3 portion includes a 52-week randomized, placebo-controlled period in which participants will be randomized in a 2:1 ratio to receive the recommended (100 mg twice daily) PYRUKYNDÂ® dose level or the placebo. The primary endpoints are hemoglobin response, defined as â‰¥1 g/dL increase in average hemoglobin from baseline to week 52, and annualized rate of sickle cell pain crises. Participants who complete either the phase 2 or phase 3 portion will have the option to move into a 216-week open-label extension period to continue to receive PYRUKYNDÂ®. We anticipate completing enrollment by the end of 2024 and announcing topline data for this trial in 2025.â€¢ACTIVATE-kids and ACTIVATE-kidsT, double-blind phase 3 studies evaluating the efficacy and safety of PYRUKYNDÂ® as a potential treatment for PK deficiency in not regularly transfused and regularly transfused patients between one and 18 years old, respectively. The primary endpoint of ACTIVATE-kidsT is transfusion reduction response, defined as â‰¥33% reduction in total RBC transfusion volume from week 9 through week 32 of the double-blind period. We announced topline data for ACTIVATE-kidsT in August 2024. Using Bayesian methodology, the prespecified statistical criterion for the primary endpoint in ACTIVATE-kidsT was not met using low or moderate borrowing of data from the ACTIVATE-T study in adults. In the study, 28.1% of patients in the mitapivat arm achieved the primary endpoint of transfusion reduction response, compared to 11.8% of patients in the placebo arm. Transfusion-free response and normal hemoglobin response were secondary endpoints in this study and only observed in patients in the mitapivat arm. In the 32-week double-blind treatment period, mitapivat was generally safe and well-tolerated, with safety results consistent with the safety profile for mitapivat previously observed in adults with PK deficiency who are regularly transfused. We plan to provide a more detailed analysis of the data from this trial at an upcoming medical meeting. The primary endpoint of ACTIVATE-kids is percentage of patients with hemoglobin response, defined as â‰¥1.5 g/dL increase in hemoglobin concentration from baseline that is sustained at two or more scheduled assessments at weeks 12, 16, and 20 during the double-blind period. ACTIVATE-kids has completed enrollment and we anticipate announcing topline data for this trial in 2025.â€¢An extension study evaluating the long-term safety, tolerability and efficacy of treatment with PYRUKYNDÂ® in patients from ACTIVATE and ACTIVATE-T, our completed pivotal trials of PYRUKYNDÂ® in not regularly transfused and regularly transfused adult patients with PK deficiency. â€¢An extension study evaluating the long-term safety, tolerability and efficacy of treatment with PYRUKYNDÂ® in patients from DRIVE PK, our completed global phase 2, first-in-patient, open-label safety and efficacy clinical trial of PYRUKYNDÂ® in adult, not regularly transfused patients with PK deficiency. AG-946 (tebapivat): Novel PK ActivatorWe are developing AG-946 (tebapivat), a novel PK activator, for the potential treatment of LR MDS and hemolytic anemias. We are evaluating AG-946 (tebapivat) in a phase 1 trial of AG-946 (tebapivat) in healthy volunteers and in patients with SCD. We have presented data from the healthy volunteer cohorts, and we have initiated the SCD patient cohort of this phase 1 trial. We initiated a phase 2a clinical trial of AG-946 (tebapivat) in adults with LR MDS in the third quarter of 2022, and the trial has completed enrollment with 22 patients, including 12 patients classified as non-transfused and 10 patients classified as low transfusion burden. Patients received 5 mg of AG-946 (tebapivat) once daily for up to 16 weeks. The two primary endpoints of the trial were transfusion independence (for patients classified as low transfusion burden), defined as transfusion-free for â‰¥ eight consecutive weeks during the 16-week treatment period, and hemoglobin response, defined as a â‰¥ 1.5 g/dL increase from baseline in the average hemoglobin concentration measured from week 8 through week 16. In November 2023, we announced that we achieved clinical proof-of-concept in the phase 2a portion of the trial. We observed that four of the 10 patients with low transfusion burden achieved the transfusion independence endpoint, and one of the 22 patients achieved the hemoglobin response endpoint in the 16-week treatment period. The safety profile observed was consistent with data reported in the healthy volunteer study of AG-946 (tebapivat). 19 patients elected to enroll in the extension period for up to 156 weeks. We intend to complete a full evaluation of the phase 2a trial results and assess the impact of those results on the phase 2b portion of the protocol in 2024. Based on the data generated in the Phase 2a trial, we plan to increase the dosage levels evaluated in the upcoming Phase 2b trial, which we expect to initiate in mid-2024.Other Programs21Table of ContentsÂ Â Â Â In addition to the aforementioned development programs, we are developing AG-181, a PAH stabilizer for the potential treatment of PKU, for which we filed an IND in December 2023. We initiated a phase 1 trial of AG-181 in healthy volunteers in the first quarter of 2024. Also, in July 2023, we entered into a license agreement with Alnylam for the development and commercialization of products containing or comprised of an siRNA preclinical development candidate discovered by Alnylam and targeting the TMPRSS6 gene, and we have begun preclinical development of a product candidate for the potential treatment of patients with PV.Selling, General and Administrative ExpensesSelling, general and administrative expenses consist primarily of salaries and other related costs, including stock-based compensation, for personnel in executive, finance, business development, commercial, legal, information technology and human resources functions. Other significant costs include facility-related costs not otherwise included in research and development expenses, legal fees relating to patent and corporate matters, and fees for accounting and consulting services.We anticipate that our selling, general and administrative expenses will increase in the future to support continued research and development activities, and ongoing and future commercialization activities related to our portfolio, including the ongoing commercialization of PYRUKYNDÂ® and any of our other product candidates, which may include the hiring of additional personnel. Critical Accounting EstimatesOur critical accounting estimates are those which require the most significant judgments and estimates in the preparation of our condensed consolidated financial statements. We have determined that our most critical accounting estimates are those relating to revenue recognition, accrued research and development expenses and stock-based compensation. As of JuneÂ 30, 2024, there have been no material changes to our existing critical accounting estimates discussed in Part II, Item 7 of our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Results of OperationsComparison of the three and six months ended June 30, 2024 and 2023RevenuesThree Months Ended June 30,Six Months Ended June 30,(In thousands)2024202320242023Revenues:Product revenue, net$8,615Â $6,712Â $16,804Â $12,321Â Total revenue$8,615Â $6,712Â $16,804Â $12,321Â Total Revenue - Three Months Ended June 30, 2024 vs. Three Months Ended June 30, 2023 â€“ The increase in total revenue of $1.9 million for the three months ended June 30, 2024 compared to the three months ended June 30, 2023 was due to increased product revenue associated with PYRUKYNDÂ®.Total Revenue - Six Months Ended June 30, 2024 vs. Six Months Ended June 30, 2023 â€“ The increase in total revenue of $4.5 million for the six months ended June 30, 2024 compared to the six months ended June 30, 2023 was due to increased product revenue associated with PYRUKYNDÂ®.Total Operating ExpensesThree Months Ended June 30,Six Months Ended June 30,(InÂ thousands)2024202320242023Operating expenses:Cost of sales$1,495Â $1,108Â $2,122Â $1,662Â Research and development77,401Â 68,895Â 146,021Â 136,196Â Selling, general and administrative35,536Â 30,409Â 66,550Â 58,776Â Total operating expenses$114,432Â $100,412Â $214,693Â $196,634Â Total Operating Expenses - Three Months Ended June 30, 2024 vs. Three Months Ended June 30, 2023 â€“ The increase in total operating expenses of $14.0 million for the three months ended June 30, 2024 compared to the three months ended June 30, 2023 was primarily due to an increase in research and development expenses of $8.5 million which is described below under 22Table of ContentsÂ Â Â Â Research and Development Expenses, and an increase in selling, general and administrative expenses of $5.1 million, driven by an increase in commercial-related activities as we prepare for the potential approval of PYRUKYNDÂ® in thalassemia.Total Operating Expenses - Six Months Ended June 30, 2024 vs. Six Months Ended June 30, 2023 â€“ The increase in total operating expenses of $18.1 million for the six months ended June 30, 2024 compared to the six months ended June 30, 2023 was primarily due to an increase in research and development expenses of $9.8 million which is described below under Research and Development Expenses, and an increase in selling, general and administrative expenses of $7.8 million, driven by an increase in commercial-related activities as we prepare for the potential approval of PYRUKYNDÂ® in thalassemia.Research and Development ExpensesOur research and development expenses, by major program, are outlined in the table below:Three Months Ended June 30,Six Months Ended June 30,(In thousands)2024202320242023PK activator (PYRUKYNDÂ®)$27,968Â $26,492Â $54,004Â $47,491Â Novel PK activator (AG-946) (tebapivat)4,488Â 4,129Â 6,383Â 7,597Â Other research and platform programs7,270Â 2,058Â 10,955Â 5,525Â Total direct research and development expenses39,726Â 32,679Â 71,342Â 60,613Â Compensation and related expenses27,476Â 26,263Â 55,110Â 55,954Â Facilities and IT related expenses & other10,199Â 9,953Â 19,569Â 19,629Â Total indirect research and development expenses37,675Â 36,216Â 74,679Â 75,583Â Total research and development expense$77,401Â $68,895Â $146,021Â $136,196Â Total Research and Development Expenses - Three Months Ended June 30, 2024 vs. Three Months Ended June 30, 2023 â€“ The increase in total research and development expenses of $8.5 million for the three months ended June 30, 2024 compared to the three months ended June 30, 2023 was primarily due to a $7.0 million increase in our direct expenses. The increase in direct expenses was primarily due to an increase in other research and platform programs as a result of costs associated with the in-licensed siRNA TMPRSS6 program for polycythemia vera. Total Research and Development Expenses - Six Months Ended June 30, 2024 vs. Six Months Ended June 30, 2023 â€“ The increase in total research and development expenses of $9.8 million for the six months ended June 30, 2024 compared to the six months ended June 30, 2023 was primarily due to a $10.7 million increase in our direct expenses. The increase in direct expenses was primarily due to an increase in PYRUKYNDÂ® costs due to increased process development expenses and increased costs associated with clinical trials for patients with SCD, partially offset by lower costs associated with the phase 3 clinical trials of PYRUKYNDÂ® in patients with thalassemia, ENERGIZE and ENERGIZE-T, and an increase in other research and platform programs as a result of costs associated with the in-licensed siRNA TMPRSS6 program for polycythemia vera.Other Income and ExpenseThree Months Ended June 30,Six Months Ended June 30,(InÂ thousands)2024202320242023Interest income, net$8,120Â $8,254Â 17,009Â 16,345Â Other income, net1,579Â 1,640Â 3,213Â 3,144Â Other Income and Expense - Three Months Ended June 30, 2024 vs. Three Months Ended June 30, 2023 â€“ Interest income, net and other income, net in the three months ended June 30, 2024 were relatively consistent with the three months ended June 30, 2023. Other Income and Expense - Six Months Ended June 30, 2024 vs. Six Months Ended June 30, 2023 â€“ The increase in interest income, net was primarily attributable to an increase in interest rates. Other income, net in the six months ended June 30, 2024 was relatively consistent with the six months ended June 30, 2023. 23Table of ContentsÂ Â Â Â Net LossThree Months Ended June 30,Six Months Ended June 30,(InÂ thousands)2024202320242023Net loss$(96,118)$(83,806)$(177,667)$(164,824)Net Loss - Three Months Ended June 30, 2024 vs. Three Months Ended June 30, 2023 â€“ The increase in net loss for the three months ended June 30, 2024 compared to the three months ended June 30, 2023 was primarily driven by the increase in research and development expenses discussed above under Research and Development Expenses and the increase in selling, general and administrative expenses discussed above under Total Operating Expenses, partially offset by the increase in revenue discussed above under Revenues.Net Loss - Six Months Ended June 30, 2024 vs. Six Months Ended June 30, 2023 â€“ The increase in net loss for the six months ended June 30, 2024 compared to the six months ended June 30, 2023 was primarily driven by the increase in research and development expenses discussed above under Research and Development Expenses and the increase in selling, general and administrative expenses discussed above under Total Operating Expenses, partially offset by the increase in revenue discussed above under Revenues and the increase in interest income, net discussed above under Other Income and Expense.Liquidity and Capital ResourcesSources of LiquiditySince our inception, and through March 31, 2021, we financed our operations primarily through proceeds from the sale of our royalty rights, commercial sales of TIBSOVOÂ®, funding received from our collaboration agreements, private placements of our preferred stock, our initial public offering of our common stock and concurrent private placement of common stock to an affiliate of Celgene, and our follow-on public offerings. Following the sale of our oncology business to Servier on March 31, 2021, we have financed and expect to continue to finance our operations primarily through cash on hand, royalty payments from Servier with respect to U.S. net sales of TIBSOVOÂ® prior to the sale of these contingent payments to Sagard, proceeds from the sale of contingent payments to Sagard, a potential Upfront Payment from Royalty Pharma and a potential Vorasidenib Milestone Payment from Servier, both of which are contingent on if the NDA for vorasidenib is approved by the FDA, potential royalty payments with respect to the Retained Earn-Out Rights, the actual and potential future sales of PYRUKYNDÂ® and, potentially, collaborations, strategic alliances, licensing arrangements and other nondilutive strategic transactions. In addition, we may pursue opportunistic debt offerings, and equity or equity-linked offerings.On March 31, 2021, we completed the sale of our oncology business to Servier. The transaction included the sale of our oncology business, including TIBSOVOÂ®, our clinical-stage product candidates vorasidenib, AG-270 and AG-636, and our oncology research programs for a payment of approximately $1.8 billion in cash at the closing, subject to certain adjustments, and the right to a potential Vorasidenib Milestone Payment, as well as a royalty of 5% of U.S. net sales of TIBSOVOÂ® from the close of the transaction through loss of exclusivity, and the potential Vorasidenib Royalty Rights. The Vorasidenib Milestone Payment, Vorasidenib Royalty Rights and royalty payments related to TIBSOVOÂ® are referred to as contingent payments and recognized as income when realizable. Servier also acquired our co-commercialization rights for Bristol Myers Squibb's IDHIFAÂ® and the right to receive a $25.0 million potential milestone payment under our prior collaboration agreement with Celgene, and following the sale Servier is responsible for conducting certain clinical development activities within the IDHIFAÂ® development program. As discussed above in

Note 1, Overview and Basis of Presentation, in October 2022, we sold our rights to the royalty on U.S. net sales of TIBSOVOÂ® to Sagard for $131.8Â million. We retained our rights to the Vorasidenib Milestone Payments and Vorasidenib Royalty Rights. In February 2024, Servier announced that it received filing acceptance and priority review from the FDA for its NDA for vorasidenib for the treatment of certain IDH-mutant diffuse glioma and accelerated assessment from the EMA, for its MAA for vorasidenib. The FDA assigned the NDA a PDUFA action date of August 20, 2024, and Servier anticipates that the European Commission will approve its MAA in the second half of 2024. In May 2024, we entered into a purchase and sale agreement with Royalty Pharma, pursuant to which we agreed to sell the Vorasidenib Royalty Rights for the Upfront Payment of $905.0 million. The consummation of the sale and payment of the purchase price are subject to approval of vorasidenib by the FDA on or before October 31, 2024, and other customary closing conditions. Upon consummation of the sale, Royalty Pharma will acquire 100% of the Vorasidenib Royalty Rights payments made by Servier on account of up to $1.0 billion in net sales for each calendar year. In addition, any such Vorasidenib Royalty Rights payments made by Servier on account of U.S. net sales in each calendar year in excess of $1.0 billion will be split, with Royalty Pharma having the rights to a 12% earn-out on those excess payments and Agios retaining the Retained Earn-Out Rights. We also retain our rights to the potential Vorasidenib Milestone Payment.Our cash, cash equivalents and marketable securities balance was $645.3 million at JuneÂ 30, 2024. The potential Vorasidenib Milestone Payment, the Upfront Payment and the Retained Earn-Out Rights are our only committed potential external sources of funds. Whether the regulatory approval milestone for vorasidenib will be achieved is subject to various risks and 24Table of ContentsÂ Â Â Â uncertainties, which are outside our control. Furthermore, we cannot predict what success, if any, Servier may have in the United States with respect to sales of vorasidenib, if approved, and consequently we cannot estimate the amount of payments, if any, we may receive on account of the Retained Earn-Out Rights. Cash flowsThe following table provides information regarding our cash flows for the six months ended June 30, 2024 and 2023:Six Months Ended June 30,(In thousands)20242023Net cash used in operating activities$(172,456)$(161,931)Net cash provided by investing activities161,806Â 104,721Â Net cash provided by financing activities6,963Â 2,704Â Net change in cash and cash equivalents$(3,687)$(54,506)Net cash used in operating activities. Cash used in operating activities of $172.5 million during the six months ended June 30, 2024 was primarily due to operating expenses driven by research and development costs described above under Research and Development Expenses, partially offset by cash received from interest income of $19.3 million and product revenues of $17.6 million. Cash used in operating activities of $161.9 million during the six months ended June 30, 2023 was primarily due to operating expenses driven by research and development costs described above under Research and Development Expenses, partially offset by cash received from interest income of $15.6 million and product revenues of $13.6 million.Net cash provided by investing activities. Cash provided by investing activities of $161.8Â million during the six months ended June 30, 2024 was primarily due to higher proceeds from maturities and sales of marketable securities than purchases of marketable securities.Cash provided by investing activities of $104.7Â million during the six months ended June 30, 2023 was primarily due to higher proceeds from maturities and sales of marketable securities than purchases of marketable securities.Net cash provided by financing activities. Cash provided by financing activities of $7.0Â million during the six months ended June 30, 2024, was the result of net proceeds received from stock option exercises and purchases made pursuant to our 2013 Employee Stock Purchase Plan, or 2013 ESPP. Cash provided by financing activities of $2.7 million during the six months ended June 30, 2023 was the result of net proceeds received from stock option exercises and purchases made pursuant to our 2013 ESPP.Funding requirementsWe expect our expenses to increase as we continue the research, development and clinical trials of, seek marketing approvals for, and commercialize our product candidates in our portfolio, including as we continue to commercialize PYRUKYNDÂ®. If we obtain additional marketing approvals for PYRUKYNDÂ® in thalassemia or in other indications, or outside of the United States or for any of our product candidates, we expect to incur significant commercialization expenses related to product sales, marketing, manufacturing and distribution.We expect that our existing cash, cash equivalents and marketable securities as ofÂ JuneÂ 30, 2024, together with anticipated product revenue, interest income and the potential Vorasidenib Milestone Payment and Upfront Payment, will provide the financial independence to prepare for potential PYRUKYNDÂ® launches in thalassemia and SCD, and to opportunistically expand our pipeline through both internally and externally discovered assets. Our future capital requirements will depend on many factors, including:â€¢the amount and timing of future revenue received from commercial sales of PYRUKYNDÂ® or any of our product candidates for which we may receive marketing approval;â€¢whether vorasidenib is approved by the FDA and the sale of the Vorasidenib Royalty Rights to Royalty Pharma is consummated;â€¢the amount of payments, if any, we may receive on account of the Retained Earn-Out Rights;â€¢the costs and timing of our ongoing commercialization activities, including product manufacturing, sales, marketing and distribution for PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in approved jurisdictions; â€¢the scope, progress, results and costs of preclinical development, laboratory testing and clinical trials for our product candidates;â€¢the costs associated with in-licensing or acquiring assets for pipeline growth, including the amount and timing of future milestone and royalty payments potentially payable to Alnylam pursuant to the license agreement;25Table of ContentsÂ Â Â Â â€¢the costs, timing and outcome of regulatory review of our product candidates, including with respect to our anticipated regulatory submissions for PYRUKYNDÂ® for the treatment of thalassemia;â€¢the costs of preparing, filing and prosecuting patent applications, maintaining and enforcing our intellectual property rights and defending intellectual property-related claims;â€¢the costs and timing of future commercialization activities, including product manufacturing, sales, marketing and distribution, for any of our product candidates for which we may receive marketing approval;â€¢our ability to establish and maintain collaborations on favorable terms, if at all;â€¢our ability to successfully execute on our strategic plans; â€¢operational delays due to public health epidemics, including the COVID-19 pandemic; andâ€¢operational delays, disruptions and/or increased costs associated with global economic developments, rising global energy prices or energy shortages or rationing.Until such time, if ever, as we can generate substantial product revenue, we expect to finance our cash needs primarily through cash on hand, the potential Vorasidenib Milestone Payment and Upfront Payment, potential Retained Earn-Out Rights, the actual and potential future sales of PYRUKYNDÂ® and, potentially, collaborations, strategic alliances, licensing arrangements and other nondilutive strategic transactions. In addition, we may pursue opportunistic debt offerings, and equity or equity-linked offerings. We do not have any committed external source of funds other than the potential Vorasidenib Milestone Payment, Upfront Payment and Retained Earn-Out Rights. To the extent that we raise additional capital through the sale of equity or convertible debt securities, the ownership interest of our stockholders will be diluted, and the terms of these securities may include liquidation or other preferences that adversely affect the rights of our common stockholders. Debt financing, if available, may involve agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, selling or licensing our assets, making capital expenditures or declaring dividends.If we raise funds through collaborations, strategic alliances or licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies, future revenue streams, research programs or product candidates, or grant licenses on terms that may not be favorable to us. If we are unable to raise additional funds through equity or debt financings when needed or on attractive terms, we may be required to delay, limit, reduce or terminate our product development or future commercialization efforts, or grant rights to develop and market product candidates that we would otherwise prefer to develop and market ourselves.Contractual ObligationsDuring the six months ended June 30, 2024, there were no material changes to our contractual obligations and commitments described under Management's Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.ItemÂ 3.Â Â Â Â Quantitative and Qualitative Disclosures about Market RiskWe are exposed to market risk related to changes in interest rates. As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we had cash, cash equivalents and marketable securities of $645.3 million and $806.4Â million, respectively, consisting primarily of investments in U.S. Treasuries, government securities, corporate debt securities and certificates of deposit. Our primary exposure to market risk is interest rate sensitivity, which is affected by changes in the general level of U.S. interest rates, particularly because our investments are primarily in short-term marketable securities. Our marketable securities are subject to interest rate risk and could fall in value if market interest rates increase. Due to the short-term duration of our investment portfolio and the low risk profile of our investments, we do not believe an immediate and uniform 100 basis point change in interest rates would have a material effect on the fair market value of our investment portfolio. We are also exposed to market risk related to changes in foreign currency exchange rates. We have contracts with CROs and contract manufacturing organizations that are located in Asia and Europe and are denominated in foreign currencies. We are subject to fluctuations in foreign currency rates in connection with these agreements. We do not currently hedge our foreign currency exchange rate risk. As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we had minimal or no liabilities denominated in foreign currencies.ItemÂ 4.Â Â Â Â Controls and ProceduresDisclosure Controls and ProceduresOur management, with the participation of our principal executive officer and principal financial officer, evaluated, as of the end of the period covered by this Quarterly Report on Form 10-Q, the effectiveness of our disclosure controls and procedures. Based on that evaluation of our disclosure controls and procedures as of JuneÂ 30, 2024, our principal executive officer and 26Table of ContentsÂ Â Â Â principal financial officer concluded that our disclosure controls and procedures as of such date are effective at the reasonable assurance level. The term â€œdisclosure controls and procedures,â€ as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended, or the Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SECâ€™s rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports it files or submits under the Exchange Act is accumulated and communicated to its management, including its principal executive officer and principal financial officer, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure. Our management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives, and our management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures.Changes in Internal Control Over Financial ReportingThere were no changes in our internal control over financial reporting, as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act, that occurred during the fiscal quarter ended JuneÂ 30, 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.27Table of ContentsÂ Â Â Â PART II. OTHER INFORMATIONItemÂ 1A. Risk FactorsThe following risk factors and other information included in this Quarterly Report on Form 10-Q should be carefully considered. The risks and uncertainties described below are not the only risks and uncertainties we face. Additional risks and uncertainties not presently known to us or that we presently deem less significant may also impair our business operations. Please see page 16 of this Quarterly Report on Form 10-Q for a discussion of some of the forward-looking statements that are qualified by these risk factors. If any of the following risks occur, our business, financial condition, results of operations and future growth prospects could be materially and adversely affected.Risks Related to the Discovery, Development, and Commercialization of our Products and Product CandidatesIf we do not successfully commercialize PYRUKYNDÂ® and other products for which we receive approval, our prospects may be substantially harmed.In February 2022, we obtained marketing approval from the FDA for PYRUKYNDÂ® (mitapivat) for the treatment of hemolytic anemia in adults with PK deficiency in the United States. In November 2022, we received marketing authorization from the European Commission for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients in the EU and in December 2022 we received marketing authorization in Great Britain for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients under the European Commission Decision Reliance Procedure. PYRUKYNDÂ® is the first product in our rare disease portfolio that has received marketing approval and is our first product following the sale of our oncology business to Servier in March 2021. Our ability to generate meaningful revenue from PYRUKYNDÂ® will depend heavily on our successful development and commercialization of the product. In connection with our regulatory approvals in the EU and Great Britain, we are currently providing access to PYRUKYNDÂ® on a free of charge basis for eligible patients in those jurisdictions through a global managed access program. We provide access to PYRUKYNDÂ® for adult patients with PK deficiency in other jurisdictions upon request through the global managed access program, on either a free of charge or for charge basis. Beyond the global managed access program, we continue to evaluate options for the commercialization of PYRUKYNDÂ® outside of the United States, including through exploring potential partnership opportunities, such as the NewBridge Agreement.The development and commercialization of PYRUKYNDÂ® could be unsuccessful if:â€¢the medical community and third-party payors do not accept PYRUKYNDÂ® as safe, efficacious and cost-effective for the treatment of adults with PK deficiency in the approved jurisdictions;â€¢we fail to maintain the necessary financial resources and expertise to manufacture, market and sell PYRUKYNDÂ®;â€¢we fail to develop, implement and maintain effective marketing, sales and distribution strategies and operations for the development and commercialization of PYRUKYNDÂ®; â€¢we fail to continue to develop, validate and maintain a commercially viable manufacturing process for PYRUKYNDÂ® that is compliant with current good manufacturing practices, or cGMP;â€¢we fail to successfully obtain third party reimbursement and generate commercial demand that results in expected sales of PYRUKYNDÂ®;â€¢PYRUKYNDÂ® may become subject to unfavorable pricing regulations and third-party reimbursement practices;â€¢we encounter any third-party patent interference, derivation, inter partes review, post-grant review, reexamination or patent infringement claims with respect to PYRUKYNDÂ®;â€¢we fail to comply with regulatory and legal requirements applicable to the sale of PYRUKYNDÂ®; â€¢competing drug products are approved for the same indications as PYRUKYNDÂ®;â€¢significant safety, manufacturing and/or quality risks are identified; â€¢PYRUKYNDÂ® fails to gain and/or maintain sufficient market acceptance by physicians, patients, healthcare payors and others in the medical community;â€¢a significant number of eligible patients with PK deficiency are not prescribed PYRUKYNDÂ® and, if they are, such patients do not stay on treatment; orâ€¢PYRUKYNDÂ® does not demonstrate acceptable safety and efficacy in current or future clinical trials, or otherwise does not meet applicable regulatory standards for approval in other indications.If we experience significant delays or an inability to successfully develop and commercialize PYRUKYNDÂ® our business would be materially harmed.28Table of ContentsÂ Â Â Â We depend heavily on the success of our clinical-stage product candidates, including the potential approval of PYRUKYNDÂ® for use in thalassemia or in indications other than PK deficiency and in other jurisdictions. Clinical trials of our product candidates may not be successful for a number of important reasons. If we or our collaborators are unable to commercialize our product candidates or experience significant delays in doing so, our business will be materially harmed.We have invested a significant portion of our efforts and financial resources in the identification of our product candidates and the development of our most advanced clinical programs, including PYRUKYNDÂ®. Our ability to generate meaningful product revenue will depend heavily on the successful clinical development and eventual commercialization of our current and any future product candidates, including PYRUKYNDÂ®. While we obtained marketing approval of PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States and marketing authorization of PYRUKYNDÂ® for the treatment of adults with PK deficiency in the EU and Great Britain, we cannot be certain that we will obtain marketing approval of PYRUKYNDÂ® in thalassemia or in indications other than PK deficiency or in other jurisdictions.We, and any collaborators, are not permitted to commercialize, market, promote or sell any product candidate in the United States without obtaining marketing approval from the FDA. Foreign regulatory authorities, such as the EMA, impose similar requirements in foreign jurisdictions. Before obtaining marketing approval from regulatory authorities for the sale of our product candidates, we must complete preclinical development and then conduct extensive clinical trials to demonstrate the safety and efficacy of our product candidates in humans. Clinical testing is expensive, difficult to design and implement, can take many years to complete and is uncertain as to outcome. We cannot guarantee that any clinical trials will be conducted as planned or completed on schedule, if at all. The clinical development of our product candidates is susceptible to the risk of failure inherent at any stage of product development. Moreover, we, or any collaborators, may experience any of a number of possible unforeseen adverse events in connection with clinical trials, many of which are beyond our control, including:â€¢we, or our collaborators, may fail to demonstrate efficacy in a clinical trial or across a broad population of patients;â€¢it is possible that even if one or more of our product candidates has a beneficial effect, that effect will not be detected during clinical evaluation as a result of one or more of a variety of factors, including the size, duration, design, measurements, conduct or analysis of our clinical trials. Conversely, as a result of the same factors, our clinical trials may indicate an apparent positive effect of a product candidate that is greater than the actual positive effect, if any. For example, many compounds that initially showed promise in earlier stage testing for treating specific indications have later been found to cause side effects that prevented further development of the compound;â€¢our product candidates may have undesirable side effects or other unexpected characteristics or otherwise expose participants to unacceptable health risks, causing us, our collaborators or our investigators, regulators or institutional review boards or the data safety monitoring board for such trial to halt, delay, interrupt, suspend or terminate the trials or cause us, or any collaborators, to abandon development or limit development of that product candidate to certain uses or subpopulations in which the undesirable side effects or other characteristics are less prevalent, less severe or more acceptable from a risk-benefit perspective;â€¢if our product candidates have undesirable side effects, it could result in a more restrictive label, or it could result in the delay or denial of marketing approval by the FDA or comparable foreign regulatory authorities;â€¢clinical trials of our product candidates may produce negative or inconclusive results, and we, or our collaborators, may decide, or regulators may require us, to conduct additional clinical trials, including testing in

more subjects, or abandon product development programs;â€¢regulators or institutional review boards may not authorize us, our collaborators or our investigators to commence a clinical trial or conduct a clinical trial at a prospective trial site;â€¢we or our collaborators may have delays in reaching or fail to reach agreement on acceptable clinical trial contracts or clinical trial protocols with prospective trial sites;â€¢the number of patients required for clinical trials of our product candidates may be larger than we anticipate; enrollment in these clinical trials, which may be particularly challenging for some of the orphan diseases we target in our rare disease programs, may be slower than we anticipate; or participants may drop out of these clinical trials at a higher rate than we anticipate;â€¢third-party contractors used by us or our collaborators may fail to comply with regulatory requirements or meet their contractual obligations in a timely manner, or at all;â€¢significant preclinical study or clinical trial delays could shorten any periods during which we, or any collaborators, may have the exclusive right to commercialize our product candidates or allow our competitors, or the competitors of any collaborators, to bring products to market before we, or any collaborators, do;â€¢the cost of clinical trials of our product candidates may be greater than anticipated; and29Table of ContentsÂ Â Â Â â€¢the supply or quality of our product candidates or other materials necessary to conduct clinical trials of our product candidates may be insufficient or inadequate.In December 2016, we withdrew our IND for AG-519, our second PK activator, following verbal notification of a clinical hold from the FDA relating to a previously disclosed case of drug-induced cholestatic hepatitis which occurred in our phase 1 clinical trial of AG-519 in healthy volunteers. Although these decisions and this hepatic adverse event finding do not affect our ongoing clinical trials for PYRUKYNDÂ®, our first PK activator, we cannot provide any assurances that there will not be other treatment-related severe adverse events in our other clinical trials, or that our other trials will not be placed on clinical hold in the future. Our failure to successfully begin and complete clinical trials of our product candidates and to demonstrate the efficacy and safety necessary to obtain regulatory approval to market any of our product candidates could result in additional costs to us, or any collaborators, would impair our ability to generate revenue from product sales, regulatory and commercialization milestones and royalties and would significantly harm our business.We may engage in in-licensing transactions or acquisitions that could disrupt our business, cause dilution to our stockholders or reduce our financial resources.We have and may in the future enter into additional transactions to in-license products, technologies or assets or to acquire other products, technologies, assets or businesses. As part of the evolution of our research organization, we plan to prioritize in-licensing or acquiring assets for future pipeline growth. For example, in July 2023, we entered into a license agreement with Alnylam for the development and commercialization of products containing or comprised of an siRNA development candidate discovered by Alnylam and targeting the TMPRSS6 gene, and we have begun preclinical development of a product candidate for the potential treatment of PV. Our ability to successfully in-license or acquire assets and develop product candidates following such transactions is unproven. If we do identify additional suitable candidates or assets for in-licensing transactions or acquisitions, we may not be able to make such transactions on favorable terms, or at all. Such transactions may require us to relinquish rights to develop product candidates in certain indications, limit our ability to pursue certain targets or require us to make significant milestone or royalty payments to third parties upon achievement of certain events. For example, we are responsible to pay up to $130.0 million in potential development and regulatory milestones, in addition to sales milestones as well as tiered royalties on annual net sales, if any, of any licensed products, under the license agreement with Alnylam. Further, any in-licensing transaction or acquisitions we undertake may not strengthen our competitive position, and these transactions may be viewed negatively by customers or investors. We may decide to incur debt in connection with an acquisition or an in-licensing transaction or issue our common stock or other equity securities to the stockholders of the counterparty, which would reduce the percentage ownership of our existing stockholders. We could incur losses resulting from undiscovered liabilities of the acquired business, product or technology that are not covered by the indemnification we may obtain from the seller. In addition, we may not be able to successfully integrate the acquired personnel, technologies and operations into our existing business in an effective, timely and non-disruptive manner. Such transactions may also divert management attention from day-to-day responsibilities, increase our expenses and reduce our cash available for operations and other uses. We cannot ensure that following any transaction we would achieve the expected synergies to justify the transactions. We cannot predict the number, timing or size of future transactions or the effect that any such transactions might have on our operating results.Public health epidemics or pandemics may affect our ability to initiate or continue our planned, ongoing and future preclinical studies and clinical trials, disrupt regulatory activities, disrupt our ability to maintain a commercial infrastructure for our product or have other adverse effects on our business and operations.Public health emergencies or pandemics could adversely affect our business, financial condition, results of operations, and prospects. We may face delays, disruptions or shortages as a result of such pandemics that may affect our ability to initiate and complete preclinical studies and clinical trials or impact our commercialization efforts. We have previously experienced disruptions to certain clinical and research activities at our CROs due to the COVID-19 pandemic. Any future pandemic or public health emergency could result in delays or pauses in site initiation, participant recruitment and enrollment, participant dosing, distribution of clinical trial materials, study monitoring and data analysis due to changes in hospital or university policies, federal, state or local regulations, diversion of hospital resources or other reasons related to a public health emergency. If a pandemic or public health emergency arises in the future, we may face difficulties recruiting or retaining patients in our ongoing clinical trials, and patients enrolled in our clinical trials may be unable or unwilling to visit clinical trial sites which may impact the collection of important clinical trial data and may necessitate remote data verification. In addition, limitations on the ability to visit sites may affect our enrollment timelines for our clinical trials, and may adversely affect the timing of completion of our clinical trials or our ability to complete clinical trials in a fully compliant manner. Additionally, the potential 30Table of ContentsÂ Â Â Â suspension of clinical trial activity at clinical trial sites or reduced availability of CRO personnel may have an adverse impact on our clinical trial plans and timelines.The public health emergency declarations related to COVID-19 ended on May 11, 2023. The FDA ended a number of COVID-19 related policies and retained a number of COVID-19 related policies. It is unclear how, if at all, these developments will impact our efforts to develop and commercialize our product candidates.We cannot be certain what the overall impact of future health emergencies or pandemics will be on our business.If we experience delays or difficulties in the enrollment of patients in clinical trials, our receipt of necessary regulatory approvals could be delayed or prevented.We or our collaborators may not be able to initiate, continue or complete clinical trials for our product candidates if we or they are unable to locate and enroll a sufficient number of eligible patients to participate in these trials as required by the FDA or analogous regulatory authorities outside the United States. Furthermore, enrollment had previously been particularly challenging in light of the COVID-19 pandemic. Patient enrollment is also affected by other factors including:â€¢prevalence and severity of the disease under investigation;â€¢availability and efficacy of approved medications for the disease under investigation;â€¢eligibility criteria for the study in question;â€¢perceived risks and benefits of the product candidate under study;â€¢efforts to facilitate timely enrollment in clinical trials;â€¢patient referral practices of physicians;â€¢the ability to monitor patients adequately during and after treatment; andâ€¢proximity and availability of clinical trial sites for prospective patients.Utilizing our precision medicine approach, we generally focus our development activities on genetically or biomarker defined patients most likely to respond to our therapies. As a result, the potential patient populations for our clinical trials are narrowed, and we may experience difficulties in identifying and enrolling a sufficient number of patients in our clinical trials. In December 2022, with the passage of the Food and Drug Omnibus Reform Act, Congress required sponsors to develop and submit a diversity action plan for each phase 3 clinical trial or any other "pivotal study" of a new drug product. These plans are meant to encourage enrollment of more diverse patient populations in late-stage clinical trials of FDA-regulated products. If we are not able to adhere to these new requirements, our ability to conduct clinical trials may be delayed or halted.In addition, some of our competitors may have ongoing or planned clinical trials for product candidates that would treat the same indications as our product candidates, and patients who would otherwise be eligible for our clinical trials may instead enroll in clinical trials of our competitorsâ€™ product candidates. For example, Rocket Pharma LTD, or Rocket Pharma, is developing a gene therapy targeting PK deficiency; Novo Nordisk A/S, or Novo Nordisk, is developing molecules for the treatment of alpha and beta thalassemia, SCD and LR MDS; Pfizer Inc., or Pfizer, is developing molecules for the treatment of SCD; Fulcrum Therapeutics Inc., or Fulcrum, is developing a treatment for SCD; Keros Therapeutics, or Keros, is developing KER-050 for the treatment of anemia in LR MDS; PTC Therapeutics, Inc., or PTC, and Jnana Therapeutics, Inc., or Jnana, and Homology Medicines Inc., or Homology, are developing therapies to treat PKU; and Protagonist Therapeutics, or Protagonist, with Takeda Pharmaceutical Company Limited, or Takeda, Ionis Pharmaceuticals, Inc., or Ionis, Silence Therapeutics, or Silence, and Merck & Co., Inc., or Merck, are developing therapies to treat PV. Competition for eligible patients may make it particularly difficult for us to enroll a sufficient number of patients to complete our clinical trials for our product candidates in a timely and cost-effective manner.In addition, we have a small number of clinical trial sites for certain clinical trials in the Middle East, including in Lebanon and Israel, that could be affected by the current armed conflict in the region.We rely on CROs and clinical trial sites to ensure the proper and timely conduct of our clinical trials and while we have agreements governing their committed activities, we have limited influence over their actual performance. Our or our collaboratorsâ€™ inability to enroll a sufficient number of patients for our clinical trials would result in significant delays or may require us to abandon one or more clinical trials altogether, or result in increased development costs for our product candidates, which would cause the value of our company to decline and limit our ability to obtain additional financing.31Table of ContentsÂ Â Â Â Results of preclinical studies and early clinical trials may not be predictive of results of later-stage clinical trials.The outcome of preclinical studies and early clinical trials may not be predictive of the success of later clinical trials, and interim results of clinical trials do not necessarily predict success in future clinical trials. Many companies in the pharmaceutical and biotechnology industries have suffered significant setbacks in late-stage clinical trials after achieving positive results in earlier stages of development, and we could face similar setbacks. The design of a clinical trial can determine whether its results will support approval of a product and flaws in the design of a clinical trial may not become apparent until the clinical trial is well advanced. In addition, preclinical and clinical data are often susceptible to varying interpretations and analyses. Many companies that believed their product candidates performed satisfactorily in preclinical studies and clinical trials have nonetheless failed to obtain marketing approval for the product candidates. Even if we, or any collaborators, believe that the results of clinical trials for our product candidates warrant marketing approval, the FDA or comparable foreign regulatory authorities may disagree and may not grant marketing approval of our product candidates.In some instances, there can be significant variability in safety or efficacy results between different clinical trials of the same product candidate due to numerous factors, including changes in trial procedures set forth in protocols, differences in the size and type of the patient populations, changes in and adherence to the dosing regimen and other clinical trial protocols and the rate of dropout among clinical trial participants. While we obtained marketing approval of PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States and marketing authorization of PYRUKYNDÂ® for the treatment of adults with PK deficiency in the EU and Great Britain, we cannot be certain that we will obtain marketing approval of PYRUKYNDÂ® in other indications. The results of clinical trials of PYRUKYNDÂ® for the treatment of PK deficiency and thalassemia are not predictive of results of our ongoing clinical trials of PYRUKYNDÂ® in other indications, such as SCD. If we fail to receive positive results in clinical trials of our product candidates, the development timeline and regulatory approval and commercialization prospects for our most advanced product candidates, and, correspondingly, our business and financial prospects would be negatively impacted.We may expend our limited resources to pursue a particular product candidate or indication and fail to capitalize on product candidates or indications that may be more profitable or for which there is a greater likelihood of success.Because we have limited financial and managerial resources, we focus on research programs and product candidates that we identify for specific indications. As a result, we may forego or delay pursuit of opportunities with other product candidates or for other indications that later prove to have greater commercial potential. We are prioritizing investment in advancing our late lead-optimization research, while continuing to progress our registration-enabling clinical programs in thalassemia, SCD and pediatric PK deficiency, our phase 2 trial in LR MDS, our phase 1 trial for AG-181, our PAH stabilizer for the potential treatment of PKU, and our development of a licensed siRNA development candidate under our license agreement with Alnylam. Our resource allocation decisions may cause us to fail to capitalize on viable commercial medicines or profitable market opportunities. Our spending on current and future research and development programs and product candidates for specific indications may not yield any commercially viable medicines. If we do not accurately evaluate the commercial potential or target market for a particular product candidate, we may relinquish valuable rights to that product candidate through collaboration, licensing or other royalty arrangements in cases in which it would have been more advantageous for us to retain sole development and commercialization rights to such product candidate.We or others may later discover that PYRUKYNDÂ®, or any of our product candidates that may receive marketing approval in the future, is less effective than previously believed or causes undesirable side effects that were not previously identified, which could compromise our ability, or that of any collaborators, to market the product.It is possible that our clinical trials, or those of any collaborators, may indicate an apparent positive effect of a product candidate that is greater than the actual positive effect, if any, or alternatively fail to identify undesirable side effects. If, following approval of a product candidate, including PYRUKYNDÂ®, we, or others, discover that the product is less effective than previously believed or causes undesirable side effects that were not previously identified, any of the following adverse events could occur:â€¢regulatory authorities may withdraw their approval of the product or seize the product;â€¢we, or any collaborators, may be required to recall the product, change the way the product is administered or conduct additional clinical trials;â€¢additional restrictions may be imposed on the marketing of, or the manufacturing processes for, the particular product;â€¢we may be subject to fines, injunctions or the imposition of civil or criminal penalties;â€¢regulatory authorities may require the addition of labeling statements;â€¢we, or any collaborators, may be required to create a Medication Guide outlining the risks of the previously unidentified side effects for distribution to patients;32Table of ContentsÂ Â Â Â â€¢we, or any collaborators, could be sued and held liable for harm caused to patients;â€¢the product may become less competitive; andâ€¢our reputation may suffer.PYRUKYNDÂ®, or any of our product candidates that may receive marketing approval in the future, may fail to achieve the degree of market acceptance by physicians, patients, healthcare payors and others in the medical community necessary for commercial success.PYRUKYNDÂ®, or any of our product candidates that may receive marketing approval in the future, may fail to gain and/or maintain sufficient market acceptance by physicians, patients, healthcare payors and others in the medical community. If PYRUKYNDÂ® or any of our product candidates that may receive marketing approval do not achieve an adequate level of acceptance, we may not generate significant product revenue and we may not become profitable. The degree of market acceptance of PYRUKYNDÂ® and any of our product candidates, if approved for commercial sale, will depend on a number of factors, including:â€¢efficacy and potential advantages compared to alternative treatments;â€¢the ability to offer our medicines for sale at competitive prices;â€¢convenience and ease of administration compared to alternative treatments;â€¢the willingness of the target patient population to try new therapies and of physicians to prescribe these therapies;â€¢ensuring uninterrupted product supply;â€¢the strength of marketing and distribution support;â€¢sufficient third-party coverage or reimbursement; andâ€¢the prevalence and severity of any side effects.If we are unable to maintain sales and marketing capabilities or enter into agreements with third parties to sell and market our product candidates, we may not be successful in commercializing PYRUKYNDÂ® or any of our product candidates if they are approved.We have limited experience in the sale, marketing or distribution of pharmaceutical products. To achieve commercial success for approved medicines for which we retain sales and marketing responsibilities, we must either develop a sales and marketing organization or outsource these functions to other third parties. We have established sales and marketing capabilities to support our commercial launch of PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States. In addition, in connection with our regulatory approvals in the EU and Great Britain, we are currently providing access to PYRUKYNDÂ® free of charge for eligible patients in those jurisdictions through a global managed access program. We provide access to PYRUKYNDÂ® for adult patients with PK deficiency in other jurisdictions upon request through the global managed access program, on either a free of charge or for charge basis. Beyond the global managed access program, we continue to evaluate options for the commercialization of PYRUKYNDÂ® outside of the United States, including through exploring potential partnership opportunities, including the NewBridge Agreement.We may need to further build our sales and marketing infrastructure, either directly or with third-party partners, to maintain our ongoing commercialization efforts and to commercialize PYRUKYNDÂ® in other indications or outside of the United States or to commercialize any of our other product candidates for which we obtain marketing approval.There are risks involved with both establishing our own sales and marketing capabilities and entering into arrangements with third parties to perform these services. For example, recruiting and training a sales force is expensive and time consuming and could delay any product launch. If the commercial launch of a product candidate for which we recruit a sales force and establish marketing capabilities is delayed or does not occur for any reason, we would have prematurely or unnecessarily incurred these commercialization expenses. This may be costly, and our investment would be lost if we cannot retain or reposition our sales and marketing personnel.Factors that may inhibit our efforts to commercialize our medicines on our own include:â€¢our inability to recruit and retain adequate numbers of effective sales and marketing personnel;â€¢the inability of sales personnel to obtain access to physicians or persuade adequate numbers of physicians to prescribe any future medicines;33Table of ContentsÂ Â Â Â â€¢the lack of complementary medicines to be offered by sales personnel, which may put us at a competitive disadvantage relative to companies with more extensive product lines; andâ€¢unforeseen costs and expenses associated with creating an

independent sales and marketing organization.If we enter into arrangements with third parties to perform sales, marketing and distribution services, our product revenue or the profitability of product revenue to us are likely to be lower than if we were to market and sell any medicines that we develop ourselves. In addition, we may not be successful in entering into arrangements with third parties to sell and market our product candidates or may be unable to do so on terms that are favorable to us. We likely will have little control over such third parties, and any of them may fail to devote the necessary resources and attention to sell and market our medicines effectively. If we do not establish sales and marketing capabilities successfully, either on our own or in collaboration with third parties, we will not be successful in commercializing PYRUKYNDÂ® or any of our product candidates for which we obtain marketing approval.We provide certain development estimates related to the development and regulatory approval of PYRUKYNDÂ® and our product candidates. If we do not achieve our projected development or regulatory approval estimates in the timeframes we announce and expect, the commercialization of our products may be delayed and, as a result, our stock price may decline.From time to time, we provide estimates related to the development of PYRUKYNDÂ® and our product candidates. We also estimate the timing of the anticipated accomplishment of various scientific, preclinical, clinical, regulatory and other product development goals. These estimates may include the commencement or completion of clinical trials, the timing for reporting clinical trial results and the timing of submission of regulatory filings in various jurisdictions. From time to time, we may publicly announce our estimates, including the timing of certain milestones related to our product candidates. All of these estimates are and will be based on numerous assumptions. The actual results and timing of our preclinical studies, clinical trials and regulatory submissions can vary dramatically compared to our estimates, in some cases for reasons beyond our control. If our estimates change or we do not meet the timing of our estimates as publicly announced, or at all, the commercialization of our products may be delayed or never achieved and, as a result, our stock price may decline.We face substantial competition, which may result in others discovering, developing or commercializing products before or more successfully than we do.We face competition with respect to PYRUKYNDÂ® and our current product candidates, and we will face competition with respect to any product candidates that we may seek to develop or commercialize in the future. Potential competitors may include major pharmaceutical companies, specialty pharmaceutical companies, biotechnology companies, academic institutions, government agencies and other public and private research organizations that conduct research, seek patent protection and establish collaborative arrangements for research, development, manufacturing and commercialization. There are a number of large pharmaceutical and biotechnology companies that currently market and sell products or are pursuing the development of products for the treatment of the indications for which we are developing our product or our product candidates, such as PK deficiency, thalassemia, SCD, LR MDS, PKU, and PV. For example, Merck and Bristol-Myers Squibb Company, or BMS, are marketing a therapy to treat beta thalassemia and LR MDS and are conducting clinical trials for alpha thalassemia and LR MDS patients that are ESA naÃ¯ve and non-transfusion dependent; Geron Corporation recently announced FDA approval of a treatment for adults with LR MDS with transfusion-dependent anemia; Novartis International AG, or Novartis, Emmaus Life Sciences, and Pfizer are each marketing therapies to treat SCD, with Pfizer continuing to conduct clinical trials for therapies in SCD; BioMarin Pharmaceutical Inc., or BioMarin, is marketing and conducting clinical trials for therapies to treat PKU; Novo Nordisk is conducting clinical trials for the treatment of alpha and beta thalassemia, SCD and LR MDS; bluebird is marketing a gene therapy to treat transfusion-dependent beta-thalassemia and SCD; Vertex, with CRISPR, is marketing a gene therapy targeting SCD and transfusion-dependent beta-thalassemia; Fulcrum is conducting clinical trials for a potential treatment for SCD; Keros is conducting a clinical trial for potential treatments for LR MDS; PTC and Jnana and are conducting clinical trials for potential treatments for PKU; PharmaEssentia Corp, or PharmaEssentia, and Incyte Corporation, or Incyte, are marketing therapies to treat PV, and Protagonist with Takeda, Ionis, Italfarmaco S.p.A., Disc Medicine, Inc., and Silence are developing therapies to treat PV; and a number of other biotechnology companies have product candidates in clinical development in similar indications as ours.There are a variety of treatment options available, including a number of marketed enzyme replacement therapies, or ERTs, for treating patients with rare diseases. In addition to currently marketed therapies, there are also a number of products that are either ERTs, gene therapies or PK activators in various stages of clinical development to treat rare diseases. These products in development may provide efficacy, safety, convenience and other benefits that are not provided by currently marketed therapies or for which there are no approved treatments. As a result, they may provide significant competition for any of our product candidates for which we obtain marketing approval.There are also a number of product candidates in preclinical or clinical development by third parties to treat rare diseases by targeting similar mechanisms of action or target indications as our product candidates. These companies include large 34Table of ContentsÂ Â Â Â pharmaceutical companies, such as Novartis, Novo Nordisk, Pfizer, BMS, Merck and Vertex as well as biotechnology companies of various sizes, such as BioMarin, bluebird, PTC and Rocket Pharma.Our competitors may develop products that are more effective, safer, more convenient or less costly than PYRUKYNDÂ® or any product candidates that we are developing or that would render PYRUKYNDÂ® or our product candidates obsolete or non-competitive. In addition, our competitors may discover biomarkers that more efficiently measure metabolic pathways than our methods, which may give them a competitive advantage in developing potential products. Our competitors may also obtain marketing approval from the FDA or other regulatory authorities for their products more rapidly than we may obtain approval for ours, which could result in our competitors establishing a strong market position before we are able to enter the market.Many of our competitors have significantly greater financial resources and expertise in research and development, manufacturing, preclinical testing, conducting clinical trials, obtaining regulatory approvals and globally marketing approved products than we do. Mergers and acquisitions in the pharmaceutical and biotechnology industries may result in even more resources being concentrated among a smaller number of our competitors. Smaller and clinical stage companies may also prove to be significant competitors, particularly through collaborative arrangements with large and established companies. These third parties compete with us in recruiting and retaining qualified scientific and management personnel, establishing clinical trial sites and patient registration for clinical trials, as well as in acquiring or in-licensing technologies complementary to, or necessary for, our programs.If the FDA does not grant our products, if and when approved, appropriate periods of data exclusivity before approving generic or follow-on versions of our products, the sales of our products could be adversely affected. With FDA approval of an NDA, the product covered by the application is specified as a â€œreference-listed drugâ€ in the FDAâ€™s publication, â€œApproved Drug Products with Therapeutic Equivalence Evaluations,â€ or the Orange Book. Manufacturers may seek approval of generic versions of reference-listed drugs through submission of abbreviated new drug applications, or ANDAs, in the United States. In support of an ANDA, a generic manufacturer need not conduct clinical trials. Rather, the sponsor generally must show that its product has the same active ingredient(s), dosage form, strength, route of administration and conditions of use or labeling as the reference-listed drug and that the generic version is bioequivalent to the reference-listed drug, meaning it is absorbed in the body at the same rate and to the same extent. Generic products may be significantly less costly to bring to market than the reference-listed drug and companies that produce generic products are generally able to offer them at lower prices. Thus, following the introduction of a generic drug, a significant percentage of the sales of any reference-listed drug may be typically lost to the generic product. A manufacturer may also submit an NDA under section 505(b)(2) of the Federal Food, Drug and Cosmetic Act, or FDCA, that references the FDAâ€™s prior approval of the innovator product or preclinical studies and/or clinical trials that were not conducted by, or for, the sponsor and for which the sponsor has not obtained a right of reference. A 505(b)(2) NDA product, or follow-product, may be for a new or improved version of the original reference listed drug. The FDA may not approve an ANDA or 505(b)(2) NDA until any applicable period of non-patent exclusivity for the reference-listed drug has expired. The FDCA provides a period of five years of new chemical entity exclusivity for a new drug containing a new active moiety. Specifically, in cases where such exclusivity has been granted, an ANDA or a 505(b)(2) NDA may not be filed with the FDA until the expiration of five years unless the submission is accompanied by a Paragraph IV certification that a patent covering the reference-listed drug is either invalid or will not be infringed by the generic product, in which case the sponsor may submit its application four years following approval of the reference-listed drug. The FDCA also provides a period of three years of new clinical investigation data exclusivity in connection with the approval of a supplemental indication for the product for which a clinical trial is deemed by the FDA as essential for approval.In the event that a generic or follow-on manufacturer is somehow able to obtain FDA approval without adherence to these periods of data exclusivity, the competition that our approved products may face from generic and follow-on versions could negatively impact our future revenue, profitability and cash flows and substantially limit our ability to obtain a return on our investments in those product candidates.In addition, if there are patents listed for our drug products in the Orange Book, ANDAs and 505(b)(2) NDAs would be required to include a certification as to each listed patent indicating whether the sponsor intends to challenge the patent. We cannot predict which, if any, patents in our current portfolio or patents we may obtain in the future will be eligible for listing in the Orange Book, how any generic or follow-on competitor would address such patents, whether we would sue on any such patents or the outcome of any such suit. 35Table of ContentsÂ Â Â Â Product liability lawsuits against us or any collaborators could cause us or our collaborators to incur substantial liabilities and could limit commercialization of any medicines that we or they may develop.We and any collaborators face a risk of product liability exposure related to our product candidates in human clinical trials and face an even greater risk as we or they commercially sell any medicines, including PYRUKYNDÂ®. If we or any collaborators cannot successfully defend ourselves or themselves against claims that our product candidates or medicines caused injuries, we or they could incur substantial costs and liabilities. Regardless of merit or eventual outcome, liability claims may also result in, among other things, decreased demand for any product candidates or medicines that we may develop, reputational harm and lost revenue.Although we maintain product liability insurance coverage, it may not be adequate to cover all liabilities that we may incur. Our internal information technology systems, or those of any third parties with which we contract, may fail or suffer security breaches, loss of data or other disruptions which could result in a material disruption of our product development programs, compromise sensitive information related to our business or prevent us from accessing critical information, trigger legal obligations, potentially exposing us to liability, competitive or reputational harm or otherwise adversely affecting our business and financial results.Despite the implementation of security measures, our internal information technology systems and those of third parties with which we contract are vulnerable to damage from computer viruses, worms and other destructive or disruptive software, unauthorized access, natural disasters, terrorism, war and telecommunication and electrical failures. Such systems are also vulnerable to service interruptions or to security breaches from inadvertent or intentional actions by our employees, third-party vendors and/or business partners, or from cyber incidents by malicious third parties. Cybersecurity incidents are increasing in their frequency, sophistication and intensity, and have become increasingly difficult to detect. Cybersecurity incidents could include the deployment of harmful malware, ransomware, denial-of-service attacks, unauthorized access to or deletion of files, social engineering and other means to affect service reliability and threaten the confidentiality, integrity and availability of information. Cybersecurity incidents also could include phishing attempts or e-mail fraud to cause payments or information to be transmitted to an unintended recipient. Attackers may use artificial intelligence and machine learning to launch more automated, targeted and coordinated attacks against targets. We could be subject to risks caused by misappropriation, misuse, leakage, falsification or intentional or accidental release or loss of information maintained in the information systems and networks of our company, including personal information of our employees. We may not be able to anticipate all types of security threats, and we may not be able to implement preventive measures effective against all such security threats. The techniques used by cyber criminals change frequently, may not be recognized until launched, and can originate from a wide variety of sources, including outside groups such as external service providers, organized crime affiliates, terrorist organizations or hostile foreign governments or agencies.System failures, accidents, cybersecurity incidents or security breaches could cause interruptions in our operations, and could result in a material disruption of our clinical and commercialization activities and business operations, whether due to a loss of our trade secrets or other proprietary information or other similar disruptions, in addition to possibly requiring substantial expenditures of resources to remedy. For example, the loss of clinical trial data from completed or future trials could result in delays in our regulatory approval efforts and significantly increase our costs to recover or reproduce the data. To the extent that any disruption or security breach were to result in a loss of, or damage to, our data or applications, or inappropriate disclosure of confidential or proprietary information, we could incur liability, our competitive position could be harmed and our product research, development and commercialization efforts could be delayed. In addition, we may not have adequate insurance coverage to provide compensation for any losses associated with such events.If a material breach of our security or that of our vendors occurs, the market perception of the effectiveness of our security measures could be harmed, and, as a result, we could lose business and our reputation and credibility could be damaged. We could be required to expend significant amounts of money and other resources to repair or replace information systems or networks. Although we develop and maintain processes, systems and controls designed to prevent these events from occurring, and we have a process to assess, identify and manage threats, the development and maintenance of these systems, controls and processes is costly and requires ongoing monitoring and updating as technologies change and efforts to overcome security measures become more sophisticated. Moreover, despite our efforts, the possibility of these events occurring cannot be eliminated entirely. We cannot guarantee that the measures we have taken to date, and actions we may take in the future, will be sufficient to prevent any cyber-attacks or security breaches.36Table of ContentsÂ Â Â Â We are subject to stringent privacy laws, information security laws, regulations, policies and contractual obligations related to data privacy and security and changes in such laws, regulations, policies, contractual obligations and failure to comply with such requirements could subject us to significant fines and penalties, which may have a material adverse effect on our business, financial condition or results of operations.We are subject to data privacy and protection laws and regulations that apply to the collection, transmission, storage and use of personally-identifying information, which among other things, impose certain requirements relating to the privacy, security and transmission of personal information, including comprehensive regulatory systems in the United States, EU and United Kingdom. The legislative and regulatory landscape for privacy and data protection continues to evolve in jurisdictions worldwide, and there has been an increasing focus on privacy and data protection issues with the potential to affect our business. Failure to comply with any of these laws and regulations could result in enforcement action against us, including fines, imprisonment of company officials and public censure, claims for damages by affected individuals, damage to our reputation and loss of goodwill, any of which could have a material adverse effect on our business, financial condition, results of operations or prospects.There are numerous U.S. federal and state laws and regulations related to the privacy and security of personal information. In particular, regulations promulgated pursuant to the federal Health Insurance Portability and Accountability Act of 1996, or HIPAA, establish privacy and security standards that limit the use and disclosure of individually identifiable health information, or protected health information, and require the implementation of administrative, physical and technological safeguards to protect the privacy of protected health information and ensure the confidentiality, integrity and availability of electronic protected health information. Determining whether protected health information has been handled in compliance with applicable privacy standards and our contractual obligations can be complex and may be subject to changing interpretation. These obligations may be applicable to some or all of our business activities now or in the future.If we are unable to properly protect the privacy and security of protected health information, we could be found to have breached our contracts. Further, if we fail to comply with applicable privacy laws, including applicable HIPAA privacy and security standards, we could face civil and criminal penalties. Enforcement activity by the U.S. Department of Health & Human Services, or HHS, can result in financial liability and reputational harm, and responses to such enforcement activity can consume significant internal resources. In addition, state attorneys general are authorized to bring civil actions seeking either injunctions or damages in response to violations that threaten the privacy of state residents. We cannot be sure how these regulations will be interpreted, enforced or applied to our operations. In addition to the risks associated with enforcement activities and potential contractual liabilities, our ongoing efforts to comply with evolving laws and regulations at the federal and state level may be costly and require ongoing modifications to our policies, procedures and systems. In addition to potential enforcement by HHS, we are also potentially subject to privacy enforcement from the Federal Trade Commission, or FTC. The FTC has been particularly focused on the unpermitted processing of health and genetic data through its recent enforcement actions and is expanding the types of privacy violations that it interprets to be â€œunfairâ€ under Section 5 of the FTC Act of 1914, as well as the types of activities it views to trigger the Health Breach Notification Rule (which the FTC also has the authority to enforce). The agency is also in the process of developing rules related to commercial surveillance and data security that may impact our business. We will need to account for the FTCâ€™s evolving rules and guidance for proper privacy and data security practices in order to mitigate our risk for a potential enforcement action, which may be costly. If we are subject to a potential FTC enforcement action, we may be subject to a settlement order that requires us to adhere to very specific privacy and data security practices, which may impact our business. We may also be required to pay fines as part of a settlement (depending on the nature of the alleged violations). If we violate any consent order that we reach with the FTC, we may be subject to additional fines and compliance requirements.States are also active in creating specific rules relating to the processing of personal information. In 2018, California passed into law the California Consumer Privacy Act, or CCPA, which took effect on January 1, 2020 and imposed many requirements on businesses that process the personal information of California residents. Many of the CCPAâ€™s requirements are similar to those found in the General Data Protection Regulation, or GDPR, including requiring businesses to provide notice to data subjects

regarding the information collected about them and how such information is used and shared, and providing data subjects the right to request access to such personal information and, in certain cases, request the erasure of such personal information. The CCPA also affords California residents the right to opt-out of â€œsalesâ€ of their personal information. The CCPA contains significant penalties for companies that violate its requirements. In November 2020, California voters passed a ballot initiative for the California Privacy Rights Act, or CPRA, which went into effect on January 1, 2023 and significantly expanded the CCPA to incorporate additional GDPR-like provisions including requiring that the use, retention, and sharing of personal information of California residents be reasonably necessary and proportionate to the purposes of collection or processing, granting additional protections for sensitive personal information, and requiring greater disclosures related to notice to residents regarding retention of information. The CPRA also created a new enforcement agency â€” the California Privacy Protection Agency â€“ whose sole responsibility is to enforce the CPRA, which will further increase compliance risk. The provisions in the CPRA may apply to some of our business activities.37Table of ContentsÂ Â Â Â In addition to California, a number of other states have passed comprehensive privacy laws similar to the CCPA and CPRA. These laws are either in effect or will go into effect sometime over the next several years. Like the CCPA and CPRA, these laws create obligations related to the processing of personal information, as well as special obligations for the processing of â€œsensitiveâ€ data (which includes health data in some cases). Some of the provisions of these laws may apply to our business activities. There are also states that are strongly considering or are in the process of enacting privacy laws that will go into effect in 2024 and beyond. Other states will be considering these laws in the future, and Congress has also been debating passing a federal privacy law. There are also states that are specifically regulating health information that may affect our business. These laws may impact our business activities, including our identification of research subjects, relationships with business partners and ultimately the marketing and distribution of our products. Similar to the laws in the United States, there are significant privacy and data security laws that apply in Europe and other countries. The collection, use, disclosure, transfer, or other processing of personal data, including personal health data, regarding individuals who are located in the European Economic Area, or EEA, and the processing of personal data that takes place in the EEA, is regulated by the GDPR, which went into effect in May 2018 and which imposes obligations on companies that operate in our industry with respect to the processing of personal data and the cross-border transfer of such data. The GDPR imposes onerous accountability obligations requiring data controllers and processors to maintain a record of their data processing and policies. If our or our partnersâ€™ or service providersâ€™ privacy or data security measures fail to comply with the GDPR requirements, we may be subject to litigation, regulatory investigations, enforcement notices requiring us to change the way we use personal data and/or fines of up to 20 million Euros or up to 4% of the total worldwide annual turnover of the preceding financial year, whichever is higher, as well as compensation claims by affected individuals, negative publicity, reputational harm and a potential loss of business and goodwill.The GDPR places restrictions on the cross-border transfer of personal data from the EU to countries that have not been found by the European Commission to offer adequate data protection legislation, such as the United States. There are ongoing concerns about the ability of companies to transfer personal data from the EU to other countries. In July 2020, the Court of Justice of the European Union, or the CJEU, invalidated the EU-U.S. Privacy Shield, one of the mechanisms used to legitimize the transfer of personal data from the EEA to the U.S. The CJEU decision also drew into question the long-term viability of an alternative means of data transfer, the standard contractual clauses, for transfers of personal data from the EEA to the U.S. This CJEU decision has resulted in increased scrutiny on data transfers generally and may increase our costs of compliance with data privacy legislation as well as our costs of negotiating appropriate privacy and security agreements with our vendors and business partners.Additionally, in October 2022, President Biden signed an executive order to implement the EU-U.S. Data Privacy Framework, which would serve as a replacement to the EU-U.S. Privacy Shield. The European Commission initiated the process to adopt an adequacy decision for the EU-U.S. Data Privacy Framework in December 2022, and the European Commission adopted the adequacy decision on July 10, 2023. The adequacy decision will permit U.S. companies who self-certify to the EU-U.S. Data Privacy Framework to rely on it as a valid data transfer mechanism for data transfers from the EU to the U.S. However, some privacy advocacy groups have already suggested that they will be challenging the EU-U.S. Data Privacy Framework. If these challenges are successful, they may not only impact the EU-U.S. Data Privacy Framework, but also further limit the viability of the standard contractual clauses and other data transfer mechanisms. The uncertainty around this issue has the potential to impact our business internationally.Following Brexit, the UK Data Protection Act 2018 applies to the processing of personal data that takes place in the United Kingdom and includes parallel obligations to those set forth by GDPR. In relation to data transfers, both the United Kingdom and the EU have determined, through separate â€œadequacyâ€ decisions, that data transfers between the two jurisdictions are in compliance with the UK Data Protection Act and the GDPR, respectively. The United Kingdom and the U.S. are also in discussions to develop a US-UK â€œdata bridgeâ€, which would function similarly to the EU-U.S. Data Privacy Framework and provide an additional legal mechanism for companies to transfer data from the United Kingdom to the U.S. In addition to the United Kingdom, Switzerland is also in the process of approving an adequacy decision in relation to the Swiss-U.S. Data Privacy Framework (which would function similarly to the EU-U.S. Data Privacy Framework and the U.S.-UK â€œdata bridgeâ€ in relation to data transfers from Switzerland to the United States). Any changes or updates to these developments have the potential to impact our business. Beyond GDPR, there are privacy and data security laws in a growing number of countries around the world. While many loosely follow GDPR as a model, other laws contain different or conflicting provisions. These laws will impact our ability to conduct our business activities, including both our clinical trials and the sale and distribution of commercial products, through increased compliance costs, costs associated with contracting and potential enforcement actions. While we continue to address the implications of the recent changes to data privacy regulations, data privacy remains an evolving landscape at both the domestic and international level, with new regulations coming into effect and continued legal challenges, and our efforts to comply with the evolving data protection rules may be unsuccessful. It is possible that these laws 38Table of ContentsÂ Â Â Â may be interpreted and applied in a manner that is inconsistent with our practices. We must devote significant resources to understanding and complying with this changing landscape. Failure to comply with laws regarding data protection would expose us to risk of enforcement actions taken by data protection authorities in the EEA and elsewhere and carries with it the potential for significant penalties if we are found to be non-compliant. Similarly, failure to comply with federal and state laws in the United States regarding privacy and security of personal information could expose us to penalties under such laws. Any such failure to comply with data protection and privacy laws could result in government-imposed fines or orders requiring that we change our practices, claims for damages or other liabilities, regulatory investigations and enforcement action, litigation and significant costs for remediation, any of which could adversely affect our business. Even if we are not determined to have violated these laws, government investigations into these issues typically require the expenditure of significant resources and generate negative publicity, which could harm our business, financial condition, results of operations or prospects.Risks Related to Our Financial PositionWe face new challenges as a smaller, less diversified company following the sale of our oncology business to Servier.We developed most of our initial products and product candidates for the treatment of various types of cancer. The sale of our oncology business to Servier in 2021, including our approved products at the time of sale, TIBSOVOÂ® and IDHIFAÂ®, has resulted in us being a smaller, less diversified company with a more limited business concentrated on products and product candidates for the treatment of rare diseases. The success of the rare disease business is subject to various risks and uncertainties, including the possibility that we may not be able to successfully commercialize PYRUKYNDÂ®, the possibility that PYRUKYNDÂ® is not approved for thalassemia or in indications other than PK deficiency, the possibility of adverse clinical and other developments in respect of PYRUKYNDÂ® or our other product candidates of the rare disease business, and unanticipated changes in applicable laws and regulations that may adversely affect the rare disease business. We may be more susceptible to changing market conditions, including fluctuations and risks particular to the markets for patients with rare diseases, than a more diversified company, which could adversely affect our business, financial condition and results of operations. In addition, even with the FDA approval of PYRUKYNDÂ® for PK deficiency, the diversification of our revenues, costs and cash flows has diminished following the sale of our oncology business. Our results of operations, cash flows, working capital and financing requirements may be subject to increased volatility and our ability to fund capital expenditures and investments or satisfy other financial commitments may be diminished.The amount of contingent consideration we will receive with respect to vorasidenib is subject to various risks and uncertainties.As part of the sale of our oncology business to Servier, Servier agreed to pay to us:â€¢$200.0 million in cash if, prior to January 1, 2027, vorasidenib is granted approval for an NDA from the FDA with an approved label that permits vorasidenibâ€™s use as a single agent for the adjuvant treatment of patients with Grade 2 glioma that have an IDH1 or IDH2 mutation (and, to the extent required by such approval, the vorasidenib companion diagnostic test is granted an FDA premarket approval), or the Vorasidenib Milestone Payment; andâ€¢a royalty payment of 15% of the U.S. net sales (as defined in the purchase agreement with Servier) of vorasidenib from its first commercial sale through loss of exclusivity of vorasidenib, or the Vorasidenib Royalty Rights.In May 2024, we entered into a purchase and sale agreement with Royalty Pharma, pursuant to which we agreed to sell the Vorasidenib Royalty Rights to Royalty Pharma for an upfront payment of $905.0 million in cash, or the Upfront Payment. The consummation of the sale and payment of the purchase price are subject to approval of vorasidenib by the FDA on or before October 31, 2024, and other customary closing conditions. Upon the consummation of the sale, Royalty Pharma will acquire 100% of the Vorasidenib Royalty Rights payments made by Servier on account of up to $1.0 billion in net sales for each calendar year. Any such Vorasidenib Royalty Rights payments made by Servier on account of U.S. net sales in each calendar year in excess of $1.0 billion will be split, with Royalty Pharma having the rights to a 12% earn-out on those excess payments and Agios retaining the Retained Earn-Out Rights. We also retained our rights to the Vorasidenib Milestone Payment.The contingent consideration described above is subject to various risks and uncertainties. Although the FDA assigned Servierâ€™s NDA for vorasidenib a Prescription Drug User Fee Act action date of August 20, 2024, there is no guarantee that vorasidenib will be approved by the FDA, and that, as such we will receive the Vorasidenib Milestone Payment, the Upfront Payment from Royalty Pharma or any potential royalties on sales of vorasidenib.If the sale to Royalty Pharma is consummated, we will only be entitled to royalty payments on U.S. net sales of vorasidenib if such sales are in excess of $1.0 billion in a calendar year. We cannot predict what success, if any, Servier may have in the United States with respect to future sales of vorasidenib, if approved, or whether Servier will have more than $1.0 billion in net 39Table of ContentsÂ Â Â Â sales in any calendar year, and, therefore, we cannot predict the amount of royalty payments that we may receive prior to the loss of exclusivity of vorasidenib, if any.Raising additional capital may restrict our operations, require us to relinquish rights to our technologies or product candidates or cause dilution to our stockholders.Until such time, if ever, as we can generate substantial product revenue, including from sales of PYRUKYNDÂ®, we expect to finance our cash needs primarily through cash on hand, a potential Upfront Payment from Royalty Pharma if vorasidenib is approved by the FDA, a potential Vorasidenib Milestone Payment from Servier, potential royalty payments with respect to the Retained Earn-Out Rights, and, potentially, collaborations, strategic alliances, licensing arrangements and other nondilutive strategic transactions. In addition, we may pursue opportunistic debt offerings, and equity or equity-linked offerings. We do not have any committed external source of funds other than the potential Upfront Payment, the Vorasidenib Milestone Payment and the Retained Earn-Out Rights described above. To the extent that we raise additional capital through the sale of equity or convertible debt securities, the ownership interest of our stockholders will be diluted, and the terms of these securities may include liquidation or other preferences that adversely affect the rights of our common stockholders. Debt financing, if available, may require us to enter into agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, selling or licensing our assets, making capital expenditures or declaring dividends. In addition, securing financing could require a substantial amount of time and attention from our management and may divert a disproportionate amount of their attention away from day-to-day activities, which may adversely affect our managementâ€™s ability to oversee the development of our product candidates.If we raise funds through collaborations, strategic alliances or licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies, future revenue streams, research programs or product candidates or to grant licenses on terms that may not be favorable to us.If our existing capital is insufficient to fund our operating expenses and capital expenditures, we will need to raise capital, and if we are unable to raise capital when needed, we would be forced to delay, reduce or eliminate our product development programs or commercialization efforts.We expect to incur significant expenses as we continue to advance our ongoing activities. Our estimate as to how long we expect our existing cash, cash equivalents, and marketable securities to be available to fund our operating expenses and capital expenditures is based on assumptions that may prove to be wrong, and we could use our available capital resources sooner than we currently expect. Further, changing circumstances, some of which may be beyond our control, could cause us to consume capital significantly faster than we currently anticipate, and we may need to seek additional funds. Our future capital requirements will depend on many factors, including:â€¢the amount and timing of future revenue received from commercial sales of PYRUKYNDÂ® and any of our other product candidates for which we may receive marketing approval; â€¢whether vorasidenib is approved by the FDA and the sale of the Vorasidenib Royalty Rights to Royalty Pharma is consummated;â€¢the amount of payments, if any, we may receive on account of the Retained Earn-Out Rights;â€¢the costs and timing of our ongoing commercialization activities, including product manufacturing, sales, marketing and distribution, for PYRUKYNDÂ® for the treatment of adults with PK deficiency in the approved jurisdictions;â€¢the anticipated cost-savings associated with the evolution of our research organization;â€¢the scope, progress, results and costs of preclinical development, laboratory testing and clinical trials for our product candidates;â€¢the costs associated with in-licensing or acquiring assets for pipeline growth, including the amount and timing of future milestone and royalty payments payable to Alnylam pursuant to the license agreement;â€¢the costs, timing and outcome of regulatory review of our product candidates, including with respect to our anticipated regulatory submissions for PYRUKYNDÂ® for the treatment of thalassemia;â€¢the costs of preparing, filing and prosecuting patent applications, maintaining and enforcing our intellectual property rights and defending intellectual property-related claims;â€¢the costs and timing of future commercialization activities, including product manufacturing, sales, marketing and distribution, for any of our product candidates for which we may receive marketing approval; â€¢our ability to establish and maintain collaborations on favorable terms, if at all; â€¢our ability to successfully execute on our strategic plans;â€¢operational delays due to public health epidemics, including the COVID-19 pandemic; and40Table of ContentsÂ Â Â Â â€¢operational delays, disruptions and/or increased costs associated with global economic developments, rising global energy prices or energy shortages or rationing.We have historically incurred operating losses. We expect to incur losses in the future and may never achieve or maintain profitability.We have a history of incurring operating losses. Our net losses for the six months ended June 30, 2024 and 2023 were $177.7 million and $164.8 million, respectively. As of JuneÂ 30, 2024, we had an accumulated deficit of $1.0 billion. Prior to the sale of our oncology business to Servier in March 2021, we had generated only modest revenue from sales of TIBSOVOÂ® and, prior to our sale to Royalty Pharma of our royalty rights to IDHIFAÂ®, from royalties on sales of IDHIFAÂ®. Following receipt of marketing approval in February 2022, we have begun to commercialize PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States. We are currently providing access to PYRUKYNDÂ® free of charge for eligible patients in the EU and Great Britain through a global managed access program, and we provide access to PYRUKYNDÂ® for adult patients with PK deficiency in other jurisdictions through the global managed access program on either a free of charge or for charge basis. Beyond the global managed access program, we continue to evaluate options for the commercialization of PYRUKYNDÂ® outside of the United States, including through exploring potential partnership opportunities, such as the NewBridge Agreement.PYRUKYNDÂ® is the first product we have received marketing approval for following the sale of our oncology business. We have neither obtained marketing approval for PYRUKYNDÂ® in any other indications nor have we obtained marketing approval for any of our other product candidates, all of which are in preclinical or clinical development stages.Following the sale of our oncology business, we have financed and expect to continue to finance our operations primarily through cash on hand, royalty payments from Servier with respect to U.S. net sales of TIBSOVOÂ® prior to the sale of these royalty rights to Sagard, proceeds from the sale of our rights to the royalty on U.S. net sales of TIBSOVOÂ® to Sagard, a potential Upfront Payment from Royalty Pharma if vorasidenib is approved by the FDA, a potential Vorasidenib Milestone Payment from Servier, potential royalty payments with respect to the Retained Earn-Out Rights, and, potentially, collaborations, strategic alliances, licensing arrangements and other nondilutive strategic transactions. In addition, we may pursue opportunistic debt offerings, and equity or equity-linked offerings. We expect to continue to incur significant expenses and net losses until such time as we are able to report profitable results. The net losses we incur may fluctuate significantly from quarter to quarter. We anticipate that we will incur significant expenses if and as we:â€¢commercially launch PYRUKYNDÂ® for approved indications in approved jurisdictions;â€¢continue to establish and maintain a sales, marketing and distribution infrastructure to commercialize PYRUKYNDÂ® and other product candidates for which we may obtain marketing approval;â€¢initiate and continue clinical trials for our products and product candidates, including PYRUKYNDÂ® in other indications; â€¢continue our research and preclinical development of our product candidates and seek to identify additional product candidates;â€¢seek marketing approvals for our product candidates that successfully complete clinical trials, including our anticipated regulatory submissions for PYRUKYNDÂ® for the treatment of thalassemia;â€¢require the manufacture of larger quantities of product candidates for clinical development and commercialization;â€¢maintain, expand and protect our intellectual property portfolio;â€¢add additional personnel to support our product research and development and

planned future commercialization efforts and our operations;â€¢add equipment and physical infrastructure to support our research and development; andâ€¢acquire or in-license other product candidates, medicines and technologies.To become and remain profitable, we must develop and successfully commercialize medicines with significant market potential. This will require us to be successful in a range of challenging activities, including completing preclinical testing and clinical trials of our product candidates, obtaining marketing approval for these product candidates, manufacturing, marketing and selling those medicines for which we may obtain marketing approval and satisfying any post-marketing requirements. If we do achieve profitability, we may not be able to sustain or increase profitability on a quarterly or annual basis. Our failure to become and remain profitable would decrease the value of our company and could impair our ability to raise capital, maintain our research and development efforts, expand our business or continue our operations. A decline in the value of our company could also cause our stockholders to lose all or part of their investment.41Table of ContentsÂ Â Â Â Changes in tax laws or in their implementation or interpretation may adversely affect our business and financial condition.Changes in tax law may adversely affect our business or financial condition. On December 22, 2017, the U.S. government enacted the Tax Cuts and Jobs Act, or the Tax Act, which significantly reformed the U.S. Internal Revenue Code of 1986, as amended, or the Code. The Tax Act, among other things, contained significant changes to corporate taxation. As part of Congressâ€™ response to the COVID-19 pandemic, economic relief legislation was enacted in 2020 and 2021. Such legislation contains numerous tax provisions. In addition, the Inflation Reduction Act of 2022, or IRA, was signed into law in August 2022. The IRA introduced new tax provisions, including a 1% excise tax imposed on certain stock repurchases by publicly traded corporations. The 1% excise tax generally applies to any acquisition by the publicly traded corporation (or certain of its affiliates) of stock of the publicly traded corporation in exchange for money or other property (other than stock of the corporation itself), subject to a de minimis exception. Thus, the excise tax could apply to certain transactions that are not traditional stock repurchases. Regulatory guidance under the IRA, the Tax Act, and such additional legislation is and continues to be forthcoming, and such guidance could ultimately increase or lessen impact of these laws on our business and financial condition. In addition, it is uncertain if and to what extent various states will conform to the IRA, the Tax Act, and additional tax legislation.Risks Related to Our Dependence on Third PartiesWe rely and expect to continue to rely on third parties to conduct our clinical trials and some aspects of our research and preclinical testing, and those third parties may not perform satisfactorily, including failing to meet deadlines for the completion of such trials, research or testing.We do not independently conduct clinical trials of any of our product candidates. We rely and expect to continue to rely on third parties, such as CROs, clinical data management organizations, medical institutions and clinical investigators, to conduct our clinical trials. In addition, we currently rely and expect to continue to rely on third parties to conduct some aspects of our research and preclinical testing. Any of these third parties may terminate their engagements with us, some in the event of an uncured material breach and some at any time. If any of our relationships with these third parties terminate, we may not be able to enter into similar arrangements with alternative third-parties or to do so on commercially reasonable terms. Switching or adding additional third parties involves additional cost and requires management time and focus. As a result, delays may occur in our product development activities. Although we seek to carefully manage our relationships with our CROs, we could encounter such challenges or delays that could have a material adverse impact on our business, financial condition and prospects.Our reliance on third parties for research and development activities reduces our control over these activities but does not relieve us of our responsibilities. For example, we are responsible for ensuring that each of our studies is conducted in accordance with the applicable protocol and legal, regulatory and scientific standards, and our reliance on third parties does not relieve us of our responsibility to comply with any such standards. We and these third parties are required to comply with current good clinical practices, or cGCP, which are regulations and guidelines enforced by the FDA, the competent authorities of the member states of the EEA and comparable foreign regulatory authorities for all of our product candidates in clinical development. Regulatory authorities enforce these cGCPs through periodic inspections of trial sponsors, principal investigators and trial sites. If we or any of these third parties fail to comply with applicable cGCPs, the clinical data generated in our clinical trials may be deemed unreliable and the FDA, the EMA, or comparable foreign regulatory authorities may require us to perform additional clinical trials before approving our marketing applications. We cannot assure you a given regulatory authority will determine that any of our clinical trials comply with cGCP regulations. We also are required to register ongoing clinical trials and post the results of completed clinical trials on a U.S. government-sponsored database, clinicaltrials.gov, within certain timeframes. Failure to do so can result in fines, adverse publicity, and civil and criminal sanctions. We are exposed to risk of fraud or other misconduct by such third parties. Furthermore, third parties on whom we rely may also have relationships with other entities, some of which may be our competitors. In addition, these third parties are not our employees, and except for remedies available to us under our agreements with such third parties, we cannot control whether or not they devote sufficient time and resources to our on-going clinical, nonclinical, and preclinical programs. If these third parties do not successfully carry out their contractual duties or obligations or meet expected deadlines, if they need to be replaced or if the quality or accuracy of the clinical data they obtain is compromised, our clinical trials may be extended, delayed or terminated and we may not be able to obtain, or may be delayed in obtaining, marketing approvals for our product candidates and will not be able to, or may be delayed in our efforts to successfully commercialize our medicines.If either we or any third parties on which we rely are adversely impacted by rising global energy costs or energy shortages or rationing, delays may occur in our product development activities, which delays could have a material adverse impact on our business, financial condition and prospects.42Table of ContentsÂ Â Â Â We also rely and expect to continue to rely on other third parties to store and distribute drug supplies for our clinical trials. Any performance failure on the part of our distributors could delay clinical development or marketing approval of our product candidates or commercialization of our medicines, producing additional losses and depriving us of potential product revenue.We contract with third parties for the manufacture of our product candidates for preclinical and clinical testing and for commercialization. We do not have any manufacturing or supply chain-related facilities. We currently rely, and expect to continue to rely, on third-party manufacturers for the materials and manufacture of our product candidates for preclinical and clinical testing and for commercial supply of PYRUKYNDÂ® and any product candidate for which we obtain marketing approval. Although we have entered into long-term supply agreements for commercial supply of PYRUKYNDÂ® with third-party manufacturers, we may be unable to establish similar long-term supply agreements with third-party manufacturers with respect to our other product candidates or to do so on acceptable terms. Even if we are able to establish agreements with third-party manufacturers, reliance on third-party manufacturers entails additional risks, including:â€¢reliance on the third party for regulatory compliance, quality assurance, environmental and safety and pharmacovigilance reporting;â€¢the possible breach of the manufacturing agreement by the third party; andâ€¢the possible termination or nonrenewal of the agreement by the third party at a time that is costly or inconvenient for us.Third-party manufacturers may not be able to comply with cGMPs, regulations or similar regulatory requirements on a global basis. Our failure, or the failure of our third-party manufacturers, to comply with currently applicable regulations, or regulations or specifications to which we become subject in the future, could result in sanctions being imposed on us, including fines, injunctions, civil penalties, delays, suspension or withdrawal of approvals, license revocation, seizures or recalls of product candidates or medicines, operating restrictions and criminal prosecutions, any of which could significantly and adversely affect supplies of our medicines and harm our business and results of operations.In addition, we currently rely on foreign third-party manufacturers and/or CROs, including those in China, and will likely continue to rely on foreign third-party manufacturers and/or CROs in the future. Foreign third-party manufacturers and/or CROs may be subject to U.S. legislation, including sanctions, trade restrictions and other foreign regulatory requirements which could increase the cost or reduce the supply of material or services available to us, delay the procurement or supply of such material or services or have an adverse effect on our ability to secure significant commitments from governments to purchase our potential therapies. Moreover, in January 2024, the U.S. House of Representatives introduced the BIOSECURE Act (H.R. 7085) and the Senate advanced a substantially similar bill (S.3558), which legislation, if passed and enacted into law, would have the potential to restrict the ability of U.S. biopharmaceutical companies like us to purchase services or products from, or otherwise collaborate with, certain Chinese biotechnology companies â€œof concern,â€ without losing the ability to contract with, or otherwise receive funding from, the U.S. government. It is possible some of our contractual counterparties could be impacted by this legislation.If either we or any third parties on which we rely are adversely impacted by restrictions resulting from the COVID-19 pandemic, the emergence of another public health epidemic, by rising global energy costs or energy shortages or rationing and/or the impacts of the Russia-Ukraine war, our supply chain may be disrupted, limiting our ability to manufacture our product candidates for our clinical trials and research and development operations and our product for commercialization.Any performance failure on the part of our existing or future manufacturers could delay preclinical development, clinical development, marketing approval or our commercialization efforts. Due to the volatility of the supply networks globally, we have obtained regulatory approval for redundant supply of raw materials and active pharmaceutical ingredient for PYRUKYNDÂ®, and have an ongoing program to monitor supply, including establishing safety stocks. While we maintain a broad safety stock of drug product, we do not currently have arrangements in place for redundant supply for drug product. If any one of our current contract manufacturers cannot perform as agreed, we may be required to replace that manufacturer. Although we believe that there are several potential alternative manufacturers who could manufacture our product or our product candidates, we may incur added costs and delays in identifying and qualifying any such replacement.Our current and anticipated future dependence upon others for the manufacture of our product candidates or medicines may adversely affect our future profit margins and our ability to commercialize any medicines that receive marketing approval on a timely and competitive basis.43Table of ContentsÂ Â Â Â We may depend on collaborations with third parties for the development and commercialization of our product candidates. If those collaborations are not successful, we may not be able to capitalize on the market potential of these product candidates.We may seek collaborations for the development and commercialization of our product candidates, such as the NewBridge Agreement, with large and mid-size pharmaceutical companies and biotechnology companies. We face significant competition in seeking appropriate collaborators. Collaborations are complex and time-consuming to negotiate and document. Whether we reach a definitive agreement for a collaboration will depend, among other things, upon our assessment of the collaboratorâ€™s resources and expertise, the terms and conditions of the proposed collaboration and the proposed collaboratorâ€™s evaluation of a number of factors. We may not be able to negotiate collaborations on a timely basis, on acceptable terms, or at all. Collaborators may have rights that restrict us from entering into future agreements on certain terms with potential collaborators. If we enter into any such arrangements with collaborators, we will likely have limited control over the amount and timing of resources that our collaborators dedicate to the development or commercialization of our product candidates. Collaborators may not pursue development and commercialization of our product candidates or may elect not to continue or renew development or commercialization programs based on clinical trial results, changes in the collaboratorâ€™s strategic focus or available funding or external factors such as an acquisition that diverts resources or creates competing priorities. Collaborators may delay clinical trials, provide insufficient funding for a clinical trial program, stop a clinical trial or abandon a product candidate, repeat or conduct new clinical trials or require a new formulation of a product candidate for clinical testing, which may result in a need for additional capital to pursue further development or commercialization of the applicable product candidate. Collaborators may not properly maintain or defend our intellectual property rights or may use our proprietary information in such a way as to invite litigation that could jeopardize or invalidate our proprietary information or expose us to potential litigation. Disputes may arise between the collaborators and us that result in the delay or termination of the research, development or commercialization of our medicines or product candidates or that result in costly litigation or arbitration that diverts management attention and resources. In addition, our ability to enter into arrangements with collaborators in specific regions, such as the Middle East, may be affected by localized geopolitical unrest or military conflict, such as the current armed conflict in the region.Our ability to generate revenue from these arrangements will depend on our collaboratorsâ€™ abilities to successfully perform the functions assigned to them in these arrangements.Risks Related to Our Intellectual PropertyIf we are unable to obtain and maintain patent or trade secret protection for our medicines and technology, or if the scope of the patent protection obtained is not sufficiently broad, our competitors could develop and commercialize medicines and technology similar or identical to ours, and our ability to successfully commercialize our medicines and technology may be adversely affected.Our success depends in large part on our ability to obtain and maintain patent protection in the United States and other countries with respect to our proprietary medicines and technology. We seek to protect our proprietary position by filing patent applications in the United States and abroad related to our novel technologies and medicines that are important to our business. We do not yet have issued patents for all our most advanced product candidates in all markets in which we intend to commercialize but we continue to actively pursue patent protection for our assets around the world.The patent prosecution process is costly and time-consuming, and we may not be able to file and prosecute all necessary or desirable patent applications at a reasonable cost or in a timely manner. It is also possible that we will fail to identify and/or file patent applications on every aspect of our research and development output that is or may be eligible for patent protection. Although we enter into non-disclosure and confidentiality agreements with parties who may have access to patentable aspects of our research and development output, such as our employees, corporate collaborators, outside scientific collaborators, contract research organizations, contract manufacturers, consultants, advisors and other third parties, any of these parties may breach the agreements and disclose such output before a patent application is filed, thereby jeopardizing our ability to seek patent protection. There is also the possibility that loss or theft of data or records may jeopardize the ability to seek patent protection or impede the progress or drafting of patent applications.We have licensed patent rights, and in the future may license additional patent rights, from third parties. Such licenses may be accompanied by milestone and/or royalty payment obligations. These licensed patent rights may be valuable to our business, and we may not have the right to control the preparation, filing and prosecution of patent applications, or to maintain the patents, covering technology or medicines underlying such licenses. We cannot be certain that these patents and applications will be prosecuted and enforced in a manner consistent with the best interests of our business. If any such licensors fail to maintain such patents, or lose rights to those patents, the rights we have licensed may be reduced or eliminated and our right to develop and commercialize any of our products that are the subject of such licensed rights could be adversely affected. In 44Table of ContentsÂ Â Â Â addition to the foregoing, the risks associated with patent rights that we license from third parties also apply to patent rights we own.The patent position of biotechnology and pharmaceutical companies generally is highly uncertain, involves complex legal and factual questions and has in recent years been the subject of much litigation. As a result, the issuance, scope, validity, enforceability and commercial value of our patent rights are highly uncertain. Our pending and future patent applications may not result in patents being issued that protect our technology or medicines or that effectively prevent others from commercializing competitive technologies and medicines. Changes in either the patent laws or interpretation of the patent laws in the United States and other countries may diminish the value of our patents or narrow the scope of our patent protection. The laws of foreign countries may not protect our rights to the same extent as the laws of the United States. Publications of discoveries in the scientific literature often lag behind the actual discoveries, and patent applications in the United States and other jurisdictions are typically not published until 18 months after filing, or in some cases not at all. Therefore, we cannot be certain that we were the first to make the inventions claimed in our owned or licensed patents or pending patent applications, or that we were the first to file for patent protection of such inventions.Assuming the other requirements for patentability are met, prior to March 2013, in the United States, the first to make the claimed invention was entitled to the patent, while outside the United States, the first to file a patent application was entitled to the patent. Beginning in March 2013, the United States transitioned to a first inventor to file system in which, assuming the other requirements for patentability are met, the first inventor to file a patent application will be entitled to the patent. We may be subject to a third-party pre-issuance submission of prior art to the U.S. Patent and Trademark Office, or USPTO, or become involved in opposition, derivation, revocation, reexamination, post-grant and inter partes review or interference proceedings challenging our patent rights or the patent rights of others. An adverse determination in any such submission, proceeding or litigation could reduce the scope of, or invalidate, our patent rights, allow third parties to commercialize our technology or products and compete directly with us, without payment to us, or result in our inability to manufacture or commercialize medicines without infringing third-party patent rights.Even if our patent applications issue as patents, they may not issue in a form that will provide us with any meaningful protection, prevent competitors or other third parties from competing with us or otherwise provide us with any competitive advantage. Our competitors or other third parties may be able to circumvent our patents by developing similar or alternative technologies or products in a non-infringing manner.The issuance of a patent is not conclusive as to its inventorship, scope, validity or enforceability, and our patents may be challenged in the courts or patent offices in the United States and abroad. Such challenges may result in loss of the patent or in one or more patent claims being narrowed or invalidated, which could limit our ability to stop others from using or commercializing similar or identical technology and products, or limit the duration of the patent protection of our technology and medicines. Given the significant amount of time required for the discovery, development, preclinical and clinical testing and regulatory review and approval of new product candidates, patents protecting such candidates might expire before or shortly after such candidates are commercialized. As a result, our intellectual property may not provide us with sufficient rights to exclude others from commercializing products similar or identical to ours. In such circumstances we would be relying primarily on regulatory or marketing exclusivity to exclude others from commercializing a

generic version of our products. We may become involved in lawsuits to protect or enforce our patents and other intellectual property rights, which could be expensive, time consuming and unsuccessful.Competitors may infringe our patents and other intellectual property rights. To counter infringement or unauthorized use, we may be required to file infringement claims, which can be expensive and time consuming. In addition, in an infringement proceeding, a court may decide that a patent of ours is invalid or unenforceable, or may refuse to stop the other party from using the technology at issue on the grounds that our patents do not cover the technology in question. An adverse result in any litigation proceeding could put one or more of our patents at risk of being invalidated or interpreted narrowly. Furthermore, because of the substantial amount of discovery required in connection with intellectual property litigation, there is a risk that some of our confidential information could be compromised by disclosure during this type of litigation.Third parties may initiate legal proceedings alleging that we or our collaborators are infringing their intellectual property rights, the outcome of which would be uncertain and could have a material adverse effect on the success of our business.The biotechnology and pharmaceutical industries are characterized by extensive litigation regarding patents and other intellectual property rights. Our commercial success depends upon our ability and the ability of our collaborators to develop, manufacture, market and sell our product and product candidates and use our proprietary technologies without infringing the proprietary rights and intellectual property of third parties. We have in the past, are and may in the future become party to, or threatened with, adversarial proceedings or litigation regarding intellectual property rights with respect to our medicines and technology, including opposition, derivation, revocation, reexamination, post-grant and inter partes review or interference 45Table of ContentsÂ Â Â Â proceedings before the USPTO or other patent offices around the world. For example, two of the European patents in our mitapivat portfolio, neither being the primary compound patent, have been challenged in opposition proceedings in the European Patent Office. The revocation of either of these European patents could potentially allow additional competitor drugs, if approved, to enter the European marketplace earlier than anticipated. Third parties may assert infringement claims against us based on existing patents or patents that may be granted in the future. If we or one of our collaborators are found to infringe a third partyâ€™s intellectual property rights, we or they could be required to obtain a license from such third party to continue developing and marketing our medicines and technology. However, we or our collaborators may not be able to obtain any required license on commercially reasonable terms or at all. Even if we or our collaborators were able to obtain a license, it could be non-exclusive, thereby giving our competitors and other third parties access to the same technologies licensed to us. We or our collaborators could be forced, including by court order, to cease developing and commercializing the infringing technology or medicine. In addition, we or our collaborators could be found liable for monetary damages. A finding of infringement could prevent us or our collaborators from commercializing our product and product candidates or force us to cease some of our business operations, which could materially harm our business. Claims that we or our collaborators have misappropriated the confidential information or trade secrets of third parties could have a similar negative impact on our business.We may be subject to claims that our employees have wrongfully used or disclosed alleged trade secrets of their former employers.Many of our employees, consultants or advisors are currently or were previously employed at universities or other biotechnology or pharmaceutical companies, including our competitors or potential competitors. Although we try to ensure that our employees, consultants and advisors do not use the proprietary information or know-how of others in their work for us, we may be subject to claims that we or these individuals have used or disclosed intellectual property, including trade secrets or other proprietary information, of any such individualâ€™s current or former employer. Litigation may be necessary to defend against these claims. If we fail in defending any such claims, in addition to paying monetary damages, we may lose valuable intellectual property rights or personnel. Even if we are successful in defending against such claims, litigation could result in substantial costs and be a distraction to our organization.Intellectual property litigation could cause us to spend substantial resources and distract our personnel from their normal responsibilities.Even if resolved in our favor, litigation or other legal proceedings relating to intellectual property claims may cause us to incur significant expenses, and could distract our technical and management personnel from their normal responsibilities. In addition, there could be public announcements of the results of hearings, motions or other interim proceedings or developments and if securities analysts or investors perceive these results to be negative, it could have a substantial adverse effect on the price of our common stock. Such litigation or proceedings could substantially increase our operating losses and reduce the resources available for development activities or any future sales, marketing or distribution activities. We may not have sufficient financial or other resources to adequately conduct such litigation or proceedings. Some of our competitors may be able to sustain the costs of such litigation or proceedings more effectively than we can because of their greater financial resources and more mature and developed intellectual property portfolios. Uncertainties resulting from the initiation and continuation of patent litigation or other proceedings could have a material adverse effect on our ability to compete in the marketplace.If we are unable to protect the confidentiality of our confidential information related to our proprietary platforms and technology, our business and competitive position could be harmed.In addition to seeking patents for some of our technology and medicines, we also rely on maintaining the confidentiality of unpatented know-how, technology and other proprietary information, to maintain our competitive position. For example, we consider the confidential information and know-how related to our cellular metabolism technology platform to be our primary intellectual property assets in this space. Unpatented proprietary technical information and know-how can be difficult to protect. We seek to protect this proprietary technical information and know-how, in part, by entering into non-disclosure and confidentiality agreements with parties who have access to them, such as our employees, corporate collaborators, outside scientific collaborators, contract research organizations, contract manufacturers, consultants, advisors and other third parties. We also enter into confidentiality and invention or patent assignment agreements with our employees and consultants. Despite these efforts, any of these parties may breach the agreements and disclose our proprietary information, and we may not be able to obtain adequate remedies for such breaches. Enforcing a claim that a party illegally disclosed or misappropriated proprietary information is difficult, expensive and time-consuming, and the outcome is unpredictable. If any of our proprietary technical information and know-how were to be lawfully obtained or independently developed by a competitor or other third party, we would have no right to prevent them from using that technology or information to compete with us. Moreover, we anticipate 46Table of ContentsÂ Â Â Â that with respect to this platform, at least some of this technical information and know-how will, over time, be disseminated within the industry through independent development, the publication of journal articles describing the methodology, and the movement of personnel skilled in the art from academic to industry scientific positions.Risks Related to Regulatory Approval of Our Product Candidates and Other Legal Compliance MattersEven if we complete necessary preclinical studies and clinical trials, the marketing approval process is expensive, time-consuming and uncertain and may prevent us from obtaining approvals for the commercialization of some or all of our product candidates. If we or our collaborators are not able to obtain, or if there are delays in obtaining, required regulatory approvals, we or they will not be able to commercialize, or will be delayed in commercializing, our product candidates, and our ability to generate revenue will be materially impaired.Our product candidates and the activities associated with their development and commercialization, including their design, testing, manufacture, safety, efficacy, record keeping, labeling, storage, approval, advertising, promotion, sale and distribution, export and import, are subject to comprehensive regulation by the FDA and other regulatory agencies in the United States and by the EMA and comparable regulatory authorities in other countries.Securing marketing approval requires the submission of extensive preclinical and clinical data and supporting information to the various regulatory authorities for each therapeutic indication to establish the product candidateâ€™s safety and efficacy. Securing regulatory approval also requires the submission of information about the product manufacturing process to, and inspection of manufacturing facilities by, the relevant regulatory authority. Our product candidates may not be effective, may be only moderately effective or may prove to have undesirable or unintended side effects, toxicities or other characteristics that may preclude our obtaining marketing approval or prevent or limit commercial use.In addition, varying interpretations of the data obtained from preclinical and clinical testing could delay, limit or prevent marketing approval of a product candidate. Any marketing approval we or our collaborators ultimately obtain may be limited or subject to restrictions or post-approval commitments that render the approved medicine not commercially viable.The FDA, EMA and other foreign regulatory authorities have substantial discretion in the approval process. Accordingly, it is possible that the FDA or EMA may refuse to accept for substantive review any NDA, supplemental NDA or MAA that we submit for our product candidates, or may conclude after review of our data that our marketing application is insufficient to obtain marketing approval of our product candidates. If the FDA or EMA does not accept or approve our applications for any of our product candidates, the applicable regulator may require that we conduct additional clinical trials, preclinical studies or manufacturing validation studies and submit that data before reconsidering our applications. Depending on the extent of these or any other FDA- or EMA-required trials or studies, approval of any marketing applications that we submit may be delayed by several years, or may require us to expend more resources than we planned. It is also possible that additional trials or studies, if performed and completed, may not be considered sufficient by the FDA or EMA to approve any marketing applications. We may not be successful in obtaining FDA or EMA approval of our product candidates on a timely basis, or ever. We have limited experience in filing and supporting the applications necessary to gain marketing approvals and expect to rely on third-party contract research organizations to assist us in this process, and failure to obtain marketing approval for our product candidates will prevent us from commercializing the product candidate in the applicable jurisdictions.Further, the process of obtaining marketing approvals, both in the United States and abroad, is expensive, may take many years if additional clinical trials are required, if approval is obtained at all, and can vary substantially based upon a variety of factors, including the type, complexity and novelty of the product candidates involved. Changes in marketing approval policies during the development period, changes in or the enactment of additional statutes or regulations, or changes in regulatory review for each submitted product application, may cause delays in the approval or rejection of an application. Disruptions at the FDA and other agencies may prolong the time necessary for regulatory submissions to be reviewed and/or new drugs to be approved by necessary government agencies, which would adversely affect our business. For example, over the last several years, the U.S. government has shut down several times and certain regulatory agencies, such as the FDA, have had to furlough critical employees and stop critical activities. If a prolonged government shutdown were to occur, it could significantly impact the ability of the FDA to timely review and process our regulatory submissions, which could have a material adverse effect on our business. For example, should the FDA determine that an inspection is necessary for approval of a regulatory submission and an inspection cannot be completed during the review cycle, and the FDA does not determine a remote interactive evaluation to be adequate, the FDA has stated that it generally intends to issue a complete response letter or defer action on the regulatory submission until an inspection can be completed.Several significant administrative law cases were decided by the U.S. Supreme Court in 2024, most notably Loper Bright Enterprises v. Raimondo, which overruled Chevron U.S.A., Inc. v. Natural Resources Defense Council, Inc. Since 1984, Chevron had required that courts defer to reasonable agency interpretations of statutes and agency action. In Loper Bright, the Supreme Court held that the U.S. Administrative Procedure Act requires courts to exercise their independent judgment when 47Table of ContentsÂ Â Â Â deciding whether an agency has acted within its statutory authority, and that courts may not defer to an agency interpretation solely because a statute is ambiguous. These decisions may result in additional legal challenges to regulations and guidance issued by federal regulatory agencies, including the FDA and CMS, that we have relied on and intend to rely on in the future. Any such challenges, if successful, could have an impact on our business, and any such impact could be material. In addition to potential changes to regulations and agency guidance as a result of legal challenges, these decisions may result in increased regulatory uncertainty and delays in and other impacts to the agency rulemaking process, any of which could adversely impact our business and operations.Finally, our ability to develop and market new drug products may be impacted if litigation challenging the FDAâ€™s approval of another companyâ€™s drug continues. In April 2023, the U.S. District Court for the Northern District of Texas invalidated the approval by the FDA of mifepristone, a drug product which was originally approved in 2000 and whose distribution is governed by various measures adopted under a REMS.The Court of Appeals for the Fifth Circuit declined to order the removal of mifepristone from the market, but did hold that plaintiffs were likely to prevail in their claim that changes allowing for expanded access of mifepristone that the FDA authorized in 2016 and 2021 were arbitrary and capricious. In June 2024, the Supreme Court reversed and remanded that decision after unanimously finding that the plaintiffs did not have standing to bring this legal action against the FDA. Depending on the outcome of this litigation, if it continues, our ability to develop new drug product candidates and to maintain approval of existing drug products and measures adopted under a REMS is at risk and our efforts to develop and market new drug products could be delayed, undermined or subject to protracted litigation. If we or our collaborators experience delays in obtaining approval or if we or they fail to obtain approval of our product candidates, the commercial prospects for our product candidates may be harmed and our ability to generate revenue will be materially impaired.Failure to obtain marketing approval in foreign jurisdictions would prevent our medicines from being marketed in such jurisdictions and any of our medicines that are approved for marketing in such jurisdiction will be subject to risk associated with foreign operations.In order to market and sell our medicines in the EU and many other foreign jurisdictions, we or our collaborators must obtain separate marketing approvals and comply with numerous and varying regulatory requirements. The approval procedure varies among countries and can involve additional testing. The time required to obtain approval may differ substantially from that required to obtain FDA approval. The regulatory approval process outside the United States generally includes all of the risks associated with obtaining FDA approval. In addition, in many countries outside the United States, a product must be approved for reimbursement before the product can be approved for sale in that country. We or our collaborators may not obtain approvals from regulatory authorities outside the United States on a timely basis, if at all. Moreover, approval by the FDA does not ensure approval by regulatory authorities in other countries or jurisdictions, and approval by one regulatory authority outside the United States does not ensure approval by regulatory authorities in other countries or jurisdictions or by the FDA. Although we have received marketing authorization for PYRUKYNDÂ® for the treatment of adults with PK deficiency in the EU and Great Britain, we may not be able to file for additional marketing approvals and may not receive necessary approvals to commercialize our medicines in any other foreign market.Additionally, we could face heightened risks with respect to seeking marketing approval in the United Kingdom as a result of the withdrawal of the United Kingdom from the EU on December 31, 2020, commonly referred to as Brexit. Since the regulatory framework for pharmaceutical products in the United Kingdom covering the quality, safety, and efficacy of pharmaceutical products, clinical trials, marketing authorization, commercial sales, and distribution of pharmaceutical products is derived from EU directives and regulations, the consequences of Brexit and the impact on the future regulatory regime that applies to products and the approval of product candidates in the United Kingdom remains unclear. As of January 1, 2021, the Medicines and Healthcare products Regulatory Agency, or the MHRA, became responsible for supervising medicines and medical devices in Great Britain, comprising England, Scotland and Wales under domestic law, whereas Northern Ireland will continue to be subject to EU rules under the Northern Ireland Protocol. The United Kingdom and the EU have however agreed to the Windsor Framework which fundamentally changes the existing system under the Northern Ireland Protocol, including with respect to the regulation of medicinal products in the United Kingdom. Once implemented, the changes introduced by the Windsor Framework will result in the MHRA being responsible for approving all medicinal products destined for the United Kingdom market (Great Britain and Northern Ireland), and the EMA will no longer have any role in approving medicinal products destined for Northern Ireland. Any delay in obtaining, or an inability to obtain, any marketing approvals, as a result of Brexit or otherwise, may prevent us from commercializing any product candidates in the United Kingdom and/or the EU and may force us to restrict or delay efforts to seek regulatory approval in the United Kingdom, which could significantly and materially harm our business.48Table of ContentsÂ Â Â Â In addition, foreign regulatory authorities may change their approval policies and new regulations may be enacted. For instance, EU pharmaceutical legislation is currently undergoing a complete review process, in the context of the Pharmaceutical Strategy for Europe initiative, launched by the European Commission in November 2020. The European Commissionâ€™s proposal for revision of several legislative instruments related to medicinal products (including potentially reducing the duration of regulatory data protection and revising the eligibility for expedited pathways) was published in April 2023, and the European Parliament has requested several amendments. The proposed revisions remain to be agreed and adopted by the European Parliament and European Council and the proposals may therefore be substantially revised before adoption, which is not anticipated before early 2026. The revisions may however have a significant impact on the pharmaceutical industry and our business in the long term.We expect that we will be subject to additional risks in commercializing any of our product candidates that receive marketing approval outside the United States, including tariffs, trade barriers and regulatory requirements; economic weakness, including inflation, or political instability in particular foreign economies and markets; compliance with tax, employment, immigration and labor laws for employees living or traveling abroad; foreign currency fluctuations, which could result in increased operating expenses and reduced revenue, and other obligations incident to doing business in another country; and workforce uncertainty in countries where labor unrest is more common than in the United States. In addition, we do not have experience commercializing products outside of the United States and such efforts may depend on our ability to find a suitable collaborator.Fast track designation and/or priority review designation by the FDA or PRIME designation in the EU may not actually lead to a faster development or regulatory review or approval process, nor does it assure approval of the product candidate by the FDA or the EMA.We may seek fast track designation, priority review designation and/or PRIME designation for our product candidates.If a product candidate is intended for

the treatment of a serious or life-threatening disease or condition and the product candidate demonstrates the potential to address unmet medical needs for this disease or condition, the drug sponsor may apply for FDA fast track designation. Further, if the FDA determines that a product candidate offers major advances in treatment or provides a treatment where no adequate therapy exists, the FDA may designate the product candidate for priority review. A priority review designation means that the goal for the FDA to review an application is six months, rather than the standard review period of ten months. Receiving priority review from the FDA does not guarantee approval within the six-month review cycle or thereafter.The FDA has broad discretion on whether to grant fast track designation and/or priority review designation to a product candidate, so even if we believe a particular product candidate is eligible for such designation or status, the FDA may decide not to grant it. Even if our product candidates receive fast track designation and/or priority review designation, we may not experience a faster development process, review or approval, if at all, compared to conventional FDA procedures. The FDA may withdraw fast track designation if it believes that the designation is no longer supported by data from our clinical development program.In addition, in the EU, the PRIME designation program focuses on product candidates that target conditions for which there exists no satisfactory method of treatment in the EU or product candidates that may offer a major therapeutic advantage over existing treatments. The benefits of a PRIME designation include, among other things, the potential to qualify product for accelerated review, meaning reduction in the review time for an opinion on approvability to be issued earlier in the application process. PRIME designation enables a sponsor to request parallel EMA scientific advice and health technology assessment advice to facilitate timely market access. Even if our product candidates receive PRIME designation, we may not experience a faster development process, review or approval compared to conventional EMA procedures and it does not assure or increase the likelihood of the EMAâ€™s grant of a marketing authorization.We, or any collaborators, may not be able to obtain orphan drug designation or orphan drug exclusivity for our drug candidates and, even if we do, that exclusivity may not prevent the FDA or the EMA from approving competing drugs.Regulatory authorities in some jurisdictions, including the United States and Europe, may designate drugs and biologics for relatively small patient populations as orphan drugs. Under the Orphan Drug Act, the FDA may designate a product as an orphan drug if it is a drug or biologic intended to treat a rare disease or condition, which is generally defined as a patient population of fewer than 200,000 individuals annually in the United States. Generally, if a product with an orphan drug designation subsequently receives the first marketing approval for the indication for which it has such designation, the product is entitled to a period of marketing exclusivity, which precludes the EMA or the FDA from approving another marketing application for the same product for that time period. The applicable period is seven years in the United States and currently ten years in Europe. The European exclusivity period can be reduced to six years if a product no 49Table of ContentsÂ Â Â Â longer meets the criteria for orphan drug designation or if the product is sufficiently profitable so that market exclusivity is no longer justified. Orphan drug exclusivity may be lost if the FDA or EMA determines that the request for designation was materially defective or if the manufacturer is unable to assure sufficient quantity of the product to meet the needs of patients with the rare disease or condition. Moreover, even after an orphan drug is approved, the FDA can subsequently approve a different product for the same condition if the FDA concludes that the later product is clinically superior in that it is shown to be safer, more effective or makes a major contribution to patient care.In addition, even after an orphan drug is approved, the FDA can subsequently approve a different product for the same condition if the FDA concludes that the later product is clinically superior in that it is shown to be safer, more effective or makes a major contribution to patient care. The FDA and Congress may further reevaluate the Orphan Drug Act and its regulations and policies. This may be particularly true in light of a decision from the Court of Appeals for the 11th Circuit in September 2021 finding that, for the purpose of determining the scope of exclusivity, the term â€œsame disease or conditionâ€ means the designated â€œrare disease or conditionâ€ and could not be interpreted by the FDA to mean the â€œindication or use.â€ Although there have been legislative proposals to overrule this decision, they have not been enacted into law. On January 23, 2023, the FDA announced that, in matters beyond the scope of that court order, the FDA will continue to apply its existing regulations tying orphan-drug exclusivity to the uses or indications for which the orphan drug was approved. We do not know if, when, or how the FDA or Congress may change the orphan drug regulations and policies in the future, and it is uncertain how any changes might affect our business. Depending on what changes the FDA may make to its orphan drug regulations and policies, our business could be adversely impacted.Any product or product candidate for which we or our collaborators obtain marketing approval could be subject to restrictions or withdrawal from the market and we may be subject to substantial penalties if we fail to comply with regulatory requirements or if we experience unanticipated problems with our medicines, when and if any of them are approved.Any product or product candidate for which we or our collaborators obtain marketing approval, along with the manufacturing processes, post-approval clinical data, labeling, advertising and promotional activities for such medicine, will be subject to continual requirements of and review by the FDA and other regulatory authorities. These requirements include submissions of safety and other post-marketing information and reports, registration and listing requirements, cGMP requirements relating to quality control and manufacturing, quality assurance and corresponding maintenance of records and documents, and requirements regarding the distribution of samples to physicians and record keeping. Even if marketing approval of a product candidate is granted, the approval may be subject to limitations on the indicated uses for which the medicine may be marketed or to the conditions of approval, or contain requirements for costly post-marketing testing and surveillance to monitor the safety or efficacy of the medicine, including the requirement to implement a risk evaluation and mitigation strategy.The FDA and other agencies, including the Department of Justice, or DOJ, closely regulate and monitor the post-approval marketing and promotion of products to ensure that they are marketed and distributed only for the approved indications and in accordance with the provisions of the approved labeling. The FDA and DOJ impose stringent restrictions on manufacturersâ€™ communications regarding off-label use and if we market our medicines for uses other than their respective approved indications, we may be subject to enforcement actions for off-label marketing. Violations of the FDCA and other statutes, including the False Claims Act, relating to the promotion and advertising of prescription drugs may lead to investigations and enforcement actions alleging violations of federal and state health care fraud and abuse laws, as well as state consumer protection laws, which violations may result in the imposition of significant administrative, civil and criminal penalties.Our relationships with healthcare providers, physicians and third-party payors are subject to applicable anti-kickback, fraud and abuse and other healthcare laws and regulations, which, in the event of a violation, could expose us to criminal sanctions, civil penalties, contractual damages, reputational harm and diminished profits and future earnings.Healthcare providers, physicians and third-party payors will play a primary role in the recommendation and prescription of PYRUKYNDÂ® and any product candidates for which we obtain marketing approval. Our future arrangements with healthcare providers, physicians and third-party payors may expose us to broadly applicable fraud and abuse and other healthcare laws and regulations that may constrain the business or financial arrangements and relationships through which we market, sell and distribute PYRUKYNDÂ® and any other medicines for which we obtain marketing approval. Restrictions under applicable federal and state healthcare laws and regulations include the following:â€¢the federal Anti-Kickback Statute prohibits, among other things, persons from knowingly and willfully soliciting, offering, receiving or providing remuneration, directly or indirectly, in cash or in kind, to induce or reward, or in return for, either the referral of an individual for, or the purchase, order or recommendation or arranging of, any good or service, for which payment may be made under a federal healthcare program such as Medicare and Medicaid;â€¢the federal False Claims Act imposes criminal and civil penalties, including through civil whistleblower or qui tam actions, against individuals or entities for, among other things, knowingly presenting, or causing to be presented, false 50Table of ContentsÂ Â Â Â or fraudulent claims for payment by a federal healthcare program or making a false statement or record material to payment of a false claim or avoiding, decreasing or concealing an obligation to pay money to the federal government, with potential liability including mandatory treble damages and significant per-claim penalties;â€¢HIPAA imposes criminal and civil liability for executing a scheme to defraud any healthcare benefit program or making false statements relating to healthcare matters;â€¢HIPAA, as amended by the Health Information Technology for Economic and Clinical Health Act and its implementing regulations, also imposes obligations, including mandatory contractual terms, with respect to safeguarding the privacy, security and transmission of individually identifiable health information;â€¢the federal Physician Payments Sunshine Act requires applicable manufacturers of covered drugs to report payments and other transfers of value to physicians and teaching hospitals and other covered recipients; andâ€¢analogous state and foreign laws and regulations, such as state anti-kickback and false claims laws and transparency statutes, may apply to sales or marketing arrangements and claims involving healthcare items or services reimbursed by non-governmental third-party payors, including private insurers.Some state laws require pharmaceutical companies to comply with the pharmaceutical industryâ€™s voluntary compliance guidelines and the relevant compliance guidance promulgated by the federal government and may require drug manufacturers to report information related to payments and other transfers of value to physicians and other healthcare providers or marketing expenditures. State and foreign laws also govern the privacy and security of health information in some circumstances, many of which differ from each other in significant ways and often are not preempted by HIPAA, thus complicating compliance efforts.Efforts to ensure that our business arrangements with third parties will comply with applicable healthcare laws and regulations will involve substantial costs. It is possible that governmental authorities will conclude that our business practices may not comply with current or future statutes, regulations or case law involving applicable fraud and abuse or other healthcare laws and regulations. If our operations are found to be in violation of any of these laws or any other governmental regulations that may apply to us, we may be subject to significant civil, criminal and administrative penalties, damages, fines, imprisonment, exclusion of products from government funded healthcare programs, such as Medicare and Medicaid, and the curtailment or restructuring of our operations. If any of the physicians or other healthcare providers or entities with whom we expect to do business are found to be not in compliance with applicable laws, they may be subject to criminal, civil or administrative sanctions, including exclusions from government funded healthcare programs.The provision of benefits or advantages to physicians to induce or encourage the prescription, recommendation, endorsement, purchase, supply, order or use of medicinal products is also prohibited in the EU. The provision of benefits or advantages to physicians is governed by the national anti-bribery laws of member states of the EU, or the EU Member States, such as the U.K. Bribery Act 2010. Infringement of these laws could result in substantial fines and imprisonment. Payments made to physicians in certain EU Member States must be publicly disclosed. Moreover, agreements with physicians often must be the subject of prior notification and approval by the physicianâ€™s employer, his or her competent professional organization and/or the regulatory authorities of the individual EU Member States. These requirements are provided in the national laws, industry codes or professional codes of conduct, applicable in the EU Member States. Failure to comply with these requirements could result in reputational risk, public reprimands, administrative penalties, fines or imprisonment.PYRUKYNDÂ® or any product candidate that we commercialize may become subject to unfavorable pricing regulations and third-party reimbursement practices, which would harm our business.We have built our commercial infrastructure to support the commercial launch of PYRUKYNDÂ® in adult PK deficiency in the United States. We are providing access to PYRUKYNDÂ® free of charge for eligible patients in the EU and Great Britain through a global managed access program, and we provide access to PYRUKYNDÂ® for adult patients with PK deficiency in other jurisdictions through the global managed access program on either a free of charge or for charge basis. The commercial success of PYRUKYNDÂ® or of any of our product candidates will depend substantially, both domestically and abroad, on the extent to which the costs of our product candidates will be paid by third-party payors, including government health administration authorities and private health coverage insurers. If coverage and reimbursement is not available, or reimbursement is available only to limited levels, we, or any collaborators, may not be able to successfully commercialize PYRUKYNDÂ® or our product candidates. Even if coverage is provided, the approved reimbursement amount may not be high enough to allow us, or any future collaborators, to establish or maintain pricing sufficient to realize a sufficient return on our or their investments. In the United States, no uniform policy of coverage and reimbursement for products exists among third-party payors and coverage and reimbursement for products can differ significantly from payor to payor. As a result, the coverage determination process is often a time-consuming and costly process that will require us to provide scientific and clinical support for the use of our products to each payor separately, with no assurance that coverage and adequate reimbursement will be applied consistently or obtained in the first instance.51Table of ContentsÂ Â Â Â There is significant uncertainty related to third-party payor coverage and reimbursement of newly approved drugs. Marketing approvals, pricing and reimbursement for new drug products vary widely from country to country. Some countries require approval of the sale price of a drug before it can be marketed. In many countries, the pricing review period begins after marketing or product licensing approval is granted. In some foreign markets, prescription pharmaceutical pricing remains subject to continuing governmental control even after initial approval is granted. In these countries, pricing negotiations with governmental authorities can take considerable time after the receipt of marketing approval for a product. To obtain reimbursement or pricing approval in some countries, we may be required to conduct a clinical trial that compares the cost effectiveness of our product candidates to other available therapies. If reimbursement of our products is unavailable or limited in scope or amount, or if pricing is set at unsatisfactory levels, our ability to generate revenues and become profitable could be impaired.As a result, we, or any collaborators, might obtain marketing approval for a product in a particular country, but then be subject to price regulations that delay commercial launch of the product, possibly for lengthy time periods, which may negatively impact the revenue we are able to generate from the sale of the product in that country. Adverse pricing limitations may hinder our ability or the ability of any collaborators to recoup our or their investment in one or more product candidates, even if our product candidates obtain marketing approval.Patients who are provided medical treatment for their conditions generally rely on third-party payors to reimburse all or part of the costs associated with their treatment. Therefore, our ability, and the ability of any collaborators, to commercialize PYRUKYNDÂ® or any of our product candidates will depend in part on the extent to which coverage and reimbursement for these products and related treatments will be available from third-party payors. Third-party payors decide which medications they will cover and establish reimbursement levels. The healthcare industry is acutely focused on cost containment, both in the United States and elsewhere. Government authorities and other third-party payors have attempted to control costs by limiting coverage and the amount of reimbursement for particular medications, which could affect our ability or that of any collaborators to sell PYRUKYNDÂ® or our product candidates profitably. These payors may not view our products, if any, as cost-effective, and coverage and reimbursement may not be available to our customers, or those of any collaborators, or may not be sufficient to allow our products, if any, to be marketed on a competitive basis. Cost-control initiatives could cause us, or any collaborators, to decrease the price we, or they, might establish for products, which could result in lower than anticipated product revenue. If the prices for our products, if any, decrease or if governmental and other third-party payors do not provide coverage or adequate reimbursement, our prospects for revenue and profitability will suffer.In addition, increasingly, third-party payors are requiring higher levels of evidence of the benefits and clinical outcomes of new technologies and are challenging the prices charged. We cannot be sure that coverage will be available for PYRUKYNDÂ® or any product candidate that we, or any collaborator, may commercialize and, if available, that the reimbursement rates will be adequate. Further, the net reimbursement for drug products may be subject to additional reductions if there are changes to laws that presently restrict imports of drugs from countries where they may be sold at lower prices than in the United States. An inability to promptly obtain coverage and adequate payment rates from both government-funded and private payors for PYRUKYNDÂ® or any of our product candidates for which we, or any collaborator, may obtain marketing approval could significantly harm our operating results, our ability to raise capital needed to commercialize products and our overall financial condition.Current and future healthcare reform legislation may increase the difficulty and cost for us and any collaborators to obtain reimbursement and commercialize our drug candidates.In the United States and foreign jurisdictions, there have been a number of legislative and regulatory changes and proposed changes regarding the healthcare system that could prevent or delay marketing approval of our product candidates, restrict or regulate post-approval activities and affect our ability, or the ability of any collaborators, to profitably sell PYRUKYNDÂ® or any other product for which we, or they, obtain marketing approval. We expect that current laws, as well as other healthcare reform measures that may be adopted in the future, may result in more rigorous coverage criteria and in additional downward pressure on the price that we, or any collaborators, may receive for any approved products. If reimbursement of our products is unavailable or limited in scope, our business could be materially harmed.In March 2010, President Obama signed into law the Patient Protection and Affordable Care Act, as amended by the Health Care and Education Affordability Reconciliation Act, or collectively, the ACA. In August 2011, the Budget Control Act of 2011, among other things, created measures for spending reductions by Congress. This legislation resulted in aggregate reductions to Medicare payments to providers of up to 2% per fiscal year, which will remain in effect for six months into fiscal year 2032. The American Taxpayer Relief Act of 2012, among other things, reduced Medicare payments to several providers and increased the statute of limitations period for the government to recover overpayments to providers from three to five years. These laws may result in additional reductions in Medicare and other healthcare funding and otherwise affect the prices we may obtain for any of our product candidates for which we may obtain regulatory approval or the frequency with which any such product candidate is prescribed or used. 52Table of ContentsÂ Â Â Â Indeed, under current legislation, the actual reductions in Medicare payments may vary up to 4%. The Consolidated Appropriations Act, which was signed into law by President Biden in December 2022, made several changes to sequestration of the Medicare program. Section 1001 of the Consolidated Appropriations Act delays the 4%

Statutory Pay-As-You-Go Act of 2010 sequester for two years, through the end of calendar year 2024. Triggered by enactment of the American Rescue Plan Act of 2021, the 4% cut to the Medicare program would have taken effect in January 2023. The Consolidated Appropriations Actâ€™s health care offset title includes Section 4163, which extends the 2% Budget Control Act of 2011 Medicare sequester for six months into fiscal year 2032 and lowers the payment reduction percentages in fiscal years 2030 and 2031.Since enactment of the ACA, there have been, and continue to be, numerous legal challenges and Congressional actions to repeal and replace provisions of the law. For example, in 2017, Congress repealed the â€œindividual mandate.â€ The repeal of this provision, which requires most Americans to carry a minimal level of health insurance, became effective in 2019. On November 10, 2020, the Supreme Court heard oral arguments as to whether the individual mandate portion of the ACA is an essential and inseverable feature of the ACA, and therefore because the mandate was repealed as part of the Tax Cuts and Jobs Act, the remaining provisions of the ACA are invalid as well. On February 10, 2021, the Biden Administration withdrew the federal governmentâ€™s support for overturning the ACA. On June 17, 2021, the Supreme Court struck down the lower court rulings, finding that the plaintiffs did not have standing to challenge the ACAâ€™s minimum essential coverage provision at issue in the case.The Trump Administration also took executive actions to undermine or delay implementation of the ACA, including directing federal agencies with authorities and responsibilities under the ACA to waive, defer, grant exemptions from, or delay the implementation of any provision of the ACA that would impose a fiscal or regulatory burden on states, individuals, healthcare providers, health insurers, or manufacturers of pharmaceuticals or medical devices. On January 28, 2021, however, President Biden revoked these orders and issued a new executive order which directs federal agencies to reconsider rules and other policies that limit Americansâ€™ access to health care, and consider actions that will protect and strengthen that access. This Executive Order also directs the HHS to create a special enrollment period for the Health Insurance Marketplace in response to the COVID-19 pandemic. We cannot predict how federal agencies will respond to such executive orders.The prices of prescription pharmaceuticals in the United States and foreign jurisdictions are subject to considerable legislative and executive actions and could impact the prices we obtain for our drug products, if and when approved, and/or the sustainability of those prices.The prices of prescription pharmaceuticals have also been the subject of considerable discussion in the United States. To date, there have been several recent U.S. congressional inquiries, as well as proposed and enacted state and federal legislation designed to, among other things, bring more transparency to pharmaceutical pricing, review the relationship between pricing and manufacturer patient programs, reduce the costs of drugs under Medicare and Medicaid. To those ends, President Trump issued several executive orders intended to lower the costs of prescription products. Certain provisions of these orders have been reflected in promulgated regulations, including an interim final rule implementing a most favored nation model for prices, which would tie Medicare Part B payments for certain physician-administered pharmaceuticals to the lowest price paid in other economically advanced countries. Such final rule has been subject to a nationwide preliminary injunction, and, on December 29, 2021, Centers for Medicare & Medicaid Services, or CMS, issued a final rule to rescind it. With the issuance of this rule, CMS stated it will explore all options to incorporate value into payments for Medicare Part B drugs and improve beneficiariesâ€™ access to evidence-based care.In addition, in October 2020, the HHS and the FDA published a final rule allowing states and other entities to develop a Section 804 Importation Program, or SIP, to import certain prescription drugs from Canada into the United States. That regulation was challenged in a lawsuit by the Pharmaceutical Research and Manufacturers of America, or PhRMA, but the case was dismissed by a federal district court in February 2023 after the court found that PhRMA did not have standing to sue HHS. Several states have passed laws allowing for the importation of drugs from Canada. Certain of these states have submitted Section 804 Importation Program proposals and are awaiting FDA approval. On January 5, 2024, the FDA approved Floridaâ€™s plan for Canadian drug importation. Further, on November 20, 2020, HHS finalized a regulation removing safe harbor protection for price reductions from pharmaceutical manufacturers to plan sponsors under Part D, either directly or through pharmacy benefit managers, unless the price reduction is required by law. The final rule would eliminate the current safe harbor for Medicare drug rebates and create new safe harbors for beneficiary point-of-sale discounts and pharmacy benefit manager service fees. It originally was set to go into effect on January 1, 2022, but with passage of the IRA, has been delayed by Congress to January 1, 2032.The IRA has implications for Medicare Part D, which is a program available to individuals who are entitled to Medicare Part A or enrolled in Medicare Part B to give them the option of paying a monthly premium for outpatient prescription drug coverage. Among other things, the IRA requires manufacturers of certain drugs to engage in price negotiations with Medicare (beginning in 2026), with prices that can be negotiated subject to a cap; imposes rebates under Medicare Part B and Medicare Part D to 53Table of ContentsÂ Â Â Â penalize price increases that outpace inflation (first due in 2023); and replaces the Part D coverage gap discount program with a new discounting program (beginning in 2025). The IRA permits the Secretary of the HHS to implement many of these provisions through guidance, as opposed to regulation, for the initial years. Specifically, with respect to price negotiations, Congress authorized Medicare to negotiate lower prices for certain costly single-source drug and biologic products that do not have competing generics or biosimilars and are reimbursed under Medicare Part B and Part D. CMS may negotiate prices for ten high-cost drugs paid for by Medicare Part D starting in 2026, followed by 15 Medicare Part D drugs in 2027, 15 Medicare Part B or Part D drugs in 2028, and 20 Medicare Part B or Part D drugs in 2029 and beyond. This provision applies to drug products that have been approved for at least 9 years and biologics that have been licensed for 13 years, but it does not apply to drugs and biologics that have been approved for a single rare disease or condition. Nonetheless, since CMS may establish a maximum price for these products in price negotiations, we would be fully at risk of government action if our products are the subject of Medicare price negotiations. Moreover, given the risk that could be the case, these provisions of the IRA may also further heighten the risk that we would not be able to achieve the expected return on our drug products or full value of our patents protecting our products if prices are set after such products have been on the market for nine years.Further, the legislation subjects drug manufacturers to civil monetary penalties and a potential excise tax for failing to comply with the legislation by offering a price that is not equal to or less than the negotiated â€œmaximum fair priceâ€ under the law or for taking price increases that exceed inflation. The legislation also requires manufacturers to pay rebates for drugs in Medicare Part D whose price increases exceed inflation. The new law also caps Medicare out-of-pocket drug costs at an estimated $4,000 a year in 2024 and, thereafter beginning in 2025, at $2,000 a year. In addition, the IRA potentially raises legal risks with respect to individuals participating in a Medicare Part D prescription drug plan who may experience a gap in coverage if they required coverage above their initial annual coverage limit before they reached the higher threshold, or â€œcatastrophic periodâ€ of the plan. Individuals requiring services exceeding the initial annual coverage limit and below the catastrophic period, must pay 100% of the cost of their prescriptions until they reach the catastrophic period. Among other things, the IRA contains many provisions aimed at reducing this financial burden on individuals by reducing the co-insurance and co-payment costs, expanding eligibility for lower income subsidy plans, and price caps on annual out-of-pocket expenses, each of which could have potential pricing and reporting implications.In June 2023, Merck filed a lawsuit against the HHS and CMS asserting that, among other things, the IRAâ€™s Drug Price Negotiation Program for Medicare constitutes an uncompensated taking in violation of the Fifth Amendment of the Constitution. Subsequently, a number of other parties, including the U.S. Chamber of Commerce and pharmaceutical companies, also filed lawsuits in various courts with similar constitutional claims against HHS and CMS. There have been various decisions by the courts considering these cases since they were filed. We expect that litigation involving these and other provisions of the IRA will continue, with unpredictable and uncertain results.Accordingly, while it is currently unclear how the IRA will be effectuated, we cannot predict with certainty what impact any federal or state health reforms will have on us, but such changes could impose new or more stringent regulatory requirements on our activities or result in reduced reimbursement for our products, any of which could adversely affect our business, results of operations and financial condition.At the state level, individual states are increasingly aggressive in passing legislation and implementing regulations designed to control pharmaceutical and biological product pricing, including price or patient reimbursement constraints, discounts, restrictions on certain product access and marketing cost disclosure and transparency measures, and, in some cases, designed to encourage importation from other countries and bulk purchasing. In addition, regional health care authorities and individual hospitals are increasingly using bidding procedures to determine what pharmaceutical products and which suppliers will be included in their prescription drug and other health care programs. These measures could reduce the ultimate demand for our products, once approved, or put pressure on our product pricing. We expect that additional state and federal healthcare reform measures will be adopted in the future, any of which could limit the amounts that federal and state governments will pay for healthcare products and services, which could result in reduced demand for our product or product candidates or additional pricing pressures.In the EU, similar political, economic and regulatory developments may affect our ability to profitably commercialize our product candidates, if approved. In markets outside of the United States and the EU, reimbursement and healthcare payment systems vary significantly by country, and many countries have instituted price ceilings on specific products and therapies. In many countries, including those of the EU, the pricing of prescription pharmaceuticals is subject to governmental control and access. In these countries, pricing negotiations with governmental authorities can take considerable time after the receipt of marketing approval for a product. To obtain reimbursement or pricing approval in some countries, we or our collaborators may be required to conduct a clinical trial that compares the cost-effectiveness of our product to other available therapies. If 54Table of ContentsÂ Â Â Â reimbursement of our product is unavailable or limited in scope or amount, or if pricing is set at unsatisfactory levels, our business could be materially harmed.We are subject to U.S. and foreign export control, import, sanctions, anti-corruption and anti-money laundering laws with respect to our operations and non-compliance with such laws can subject us to criminal and/or civil liability and harm our business.We are subject to export control and import laws and regulations, including the U.S. Export Administration Regulations, U.S. Customs regulations, various economic and trade sanctions regulations administered by the U.S. Treasury Departmentâ€™s Office of Foreign Assets Control, the U.S. Foreign Corrupt Practices Act of 1977, as amended, the U.S. domestic bribery statute contained in 18 U.S.C. Â§ 201, the U.S. Travel Act, the USA PATRIOT Act, and other state and national anti-bribery and anti-money laundering laws in countries in which we conduct activities. Anti-corruption laws are interpreted broadly and prohibit companies and their employees, agents, third-party intermediaries, joint venture partners and collaborators from authorizing, promising, offering, or providing, directly or indirectly, improper payments or benefits to recipients in the public or private sector. We may have direct or indirect interactions with officials and employees of government agencies or government-affiliated hospitals, universities, and other organizations. In addition, we may engage third party intermediaries to promote our clinical research activities abroad and/or to obtain necessary permits, licenses, and other regulatory approvals. We can be held liable for the corrupt or other illegal activities of these third-party intermediaries, our employees, representatives, contractors, partners, and agents, even if we do not explicitly authorize or have actual knowledge of such activities.Noncompliance with such laws could subject us to whistleblower complaints, investigations, sanctions, settlements, prosecution, other enforcement actions, disgorgement of profits, significant fines, damages, other civil and criminal penalties or injunctions, suspension and/or debarment from contracting with certain persons, the loss of export privileges, reputational harm, adverse media coverage, and other collateral consequences. If any subpoenas, investigations, or other enforcement actions are launched, or governmental or other sanctions are imposed, or if we do not prevail in any possible civil or criminal litigation, our business, results of operations and financial condition could be materially harmed. In addition, responding to any action will likely result in a materially significant diversion of managementâ€™s attention and resources and significant defense and compliance costs and other professional fees. In certain cases, enforcement authorities may even cause us to appoint an independent compliance monitor which can result in added costs and administrative burdens.With the passage of the CREATES Act, we are exposed to possible litigation and damages by competitors who may claim that we are not providing sufficient quantities of our approved products on commercially reasonable, market-based terms for testing in support of their ANDAs and 505(b)(2) applications. In December 2019, former President Trump signed legislation intended to facilitate the development of generic and biosimilar products. The bill, previously known as the Creating and Restoring Equal Access to Equivalent Samples Act of 2019, or the CREATES Act, authorizes sponsors of ANDAs and 505(b)(2) applications to file lawsuits against companies holding NDAs that decline to provide sufficient quantities of an approved reference drug on commercially reasonable, market-based terms. Drug products on FDAâ€™s drug shortage list are exempt from these new provisions unless the product has been on the list for more than six continuous months or the FDA determines that the supply of the product will help alleviate or prevent a shortage. For the purposes of the statute, the term â€œcommercially reasonable, market-based termsâ€ is defined as (1) the nondiscriminatory price at or below the most recent wholesale acquisition cost for the product, (2) a delivery schedule that meets the statutorily defined timetable, and (3) no additional conditions on the sale.To bring an action under the statute, an ANDA or 505(b)(2) sponsor must take certain steps to request the reference product, which, in the case of products covered by a Risk Evaluation and Mitigation Strategy with elements to assure safe use, include obtaining authorization from the FDA for the acquisition of the reference product. If the sponsor does bring an action for failure to provide a reference product, there are certain affirmative defenses available to the NDA holder, which must be shown by a preponderance of evidence. If the sponsor prevails in litigation, it is entitled to a court order directing the NDA holder to provide, without delay, sufficient quantities of the applicable product on commercially reasonable, market-based terms, plus reasonable attorney fees and costs. Additionally, the statutory provisions authorize a federal court to award the product developer an amount â€œsufficient to deterâ€ the NDA holder from refusing to provide sufficient product quantities on commercially reasonable, market-based terms if the court finds, by a preponderance of the evidence, that the NDA holder did not have a legitimate business justification to delay providing the product or failed to comply with the courtâ€™s order. Although we intend to fully comply with the terms of these new statutory provisions, we are still exposed to potential litigation and damages by competitors who may claim that we are not providing sufficient quantities of our approved products on commercially reasonable, market-based terms for testing in support of ANDAs and 505(b)(2) applications. Such litigation would subject us to additional costs, damages and reputational harm, which could lead to lower revenues. The CREATES Act 55Table of ContentsÂ Â Â Â may enable generic competition with PYRUKYNDÂ® and any of our product candidates, if approved, which could impact our ability to maximize product revenue.If we fail to comply with environmental, health and safety laws and regulations, we could become subject to fines or penalties or incur costs that could have a material adverse effect on the success of our business.We are subject to numerous environmental, health and safety laws and regulations, including those governing laboratory procedures and the handling, use, storage, treatment and disposal of hazardous materials and wastes. Our operations involve the use of hazardous and flammable materials, including chemicals and biological and radioactive materials. Our operations also produce hazardous waste products. We generally contract with third parties for the disposal of these materials and wastes. We cannot eliminate the risk of contamination or injury from these materials. In the event of contamination or injury resulting from our use of hazardous materials, we could be held liable for any resulting damages, and any liability could exceed our resources. We also could incur significant costs associated with civil or criminal fines and penalties.Although we maintain workersâ€™ compensation insurance to cover us for costs and expenses we may incur due to injuries to our employees resulting from the use of hazardous materials, this insurance may not provide adequate coverage against potential liabilities. We do not maintain insurance for environmental liability or toxic tort claims that may be asserted against us in connection with our storage or disposal of biological, hazardous or radioactive materials.In addition, we may incur substantial costs in order to comply with current or future environmental, health and safety laws and regulations. These current or future laws and regulations may impair our research, development or production efforts. Failure to comply with these laws and regulations also may result in substantial fines, penalties or other sanctions.Risks Related to Employee Matters and Managing GrowthOur future success depends on our ability to retain our key executives and scientific leadership and to attract, retain and motivate qualified personnel.We are highly dependent on the principal members of our management and scientific teams, each of whom is employed â€œat will,â€ meaning we or they may terminate the employment relationship at any time. We do not maintain â€œkey personâ€ insurance for any of our executives or other employees. The loss of the services of any of these persons could impede the achievement of our research, development and commercialization objectives. We cannot predict the likelihood, timing or effect of future transitions among our executive leadership. Recruiting and retaining qualified scientific, clinical, manufacturing, regulatory and sales and marketing personnel will also be critical to our success. We may not be able to attract and retain these personnel on acceptable terms given the competition among numerous pharmaceutical and biotechnology companies and universities and research institutions for similar personnel. Our consultants and advisors, including our scientific co-founders, who assist us in formulating our research and development and commercialization strategy may be employed by employers other than us and may have commitments under consulting or advisory contracts with other entities that may limit their availability to us. Furthermore, our flexible workplace policy which allows employees to work from home may make it difficult for us to maintain our corporate culture.In the future we may experience growth in the number of our development, regulatory and sales and marketing personnel. To manage any anticipated future growth, we must continue to implement and improve our managerial, operational and financial systems, expand our facilities and continue to recruit and train additional qualified personnel. Any inability to manage growth could delay the execution of our business plans or disrupt our operations. Our employees may engage in misconduct or other improper activities, including noncompliance with regulatory standards and requirements, which could have a material adverse effect on our business.We are exposed to the risk of employee fraud or other misconduct. Misconduct by employees could include intentional

failures to comply with FDA regulations or regulations in other jurisdictions, provide accurate information to the FDA or other regulatory authorities, comply with manufacturing standards we have established, comply with federal and state healthcare fraud and abuse laws and regulations, report financial information or data accurately, disclose unauthorized activities to us, or comply with securities laws. Employee misconduct could also involve the improper use of information obtained in the course of clinical trials or interactions with the FDA or other regulatory authorities, including for illegal insider trading activities, which could result in regulatory sanctions and serious harm to our reputation. We have adopted a Code of Business Conduct and Ethics, but it is not always possible to identify and deter employee misconduct, and the precautions we take to detect and prevent this activity may not be effective in controlling unknown or unmanaged risks or losses or in protecting us from governmental investigations or other actions or lawsuits stemming from a failure to be in compliance with such laws or regulations. If any such actions are instituted against us, and we are not successful in defending ourselves or asserting our 56Table of ContentsÂ Â Â Â rights, those actions could have a significant impact on our business and results of operations, including the imposition of significant fines or other sanctions.Risks Related to Our Common Stock and Other MattersProvisions in our corporate charter documents and under Delaware law could make an acquisition of us, which may be beneficial to our stockholders, more difficult and may prevent attempts by our stockholders to replace or remove our current management.Provisions in our corporate charter and our bylaws may discourage, delay or prevent a merger, acquisition or other change in control of us that stockholders may consider favorable, including transactions in which you might otherwise receive a premium for your shares. These provisions could also limit the price that investors might be willing to pay in the future for shares of our common stock, thereby depressing the market price of our common stock. In addition, because our Board of Directors is responsible for appointing the members of our management team, these provisions may frustrate or prevent any attempts by our stockholders to replace or remove our current management by making it more difficult for stockholders to replace members of our Board of Directors. Among other things, these provisions:â€¢establish a classified board of directors such that not all members of the board are elected at one time;â€¢allow the authorized number of our directors to be changed only by resolution of our Board of Directors;â€¢limit the manner in which stockholders can remove directors from our Board of Directors;â€¢establish advance notice requirements for stockholder proposals that can be acted on at stockholder meetings and nominations to our Board of Directors;â€¢require that stockholder actions must be effected at a duly called stockholder meeting and prohibit actions by our stockholders by written consent;â€¢limit who may call stockholder meetings;â€¢authorize our Board of Directors to issue preferred stock without stockholder approval, which could be used to institute a shareholder rights plan, or so-called â€œpoison pill,â€ that would work to dilute the stock ownership of a potential hostile acquirer, effectively preventing acquisitions that have not been approved by our Board of Directors; andâ€¢require the approval of the holders of at least 75% of the votes that all our stockholders would be entitled to cast to amend or repeal certain provisions of our charter or bylaws.Moreover, because we are incorporated in Delaware, we are governed by the provisions of Section 203 of the Delaware General Corporation Law, which prohibits a person who owns in excess of 15% of our outstanding voting stock from merging or combining with us for a period of three years after the date of the transaction in which the person acquired in excess of 15% of our outstanding voting stock, unless the merger or combination is approved in a prescribed manner.The price of our common stock is likely to be volatile, which could result in substantial losses for purchasers of our common stock.The trading price of our common stock has been, and may continue to be, volatile and could be subject to wide fluctuations in response to various factors, some of which are beyond our control. For example, since January 1, 2015 the closing price of our common stock on the Nasdaq Global Select Market has ranged from $17.06 per share to $135.01 per share. The stock market in general and the market for biopharmaceutical companies in particular have experienced extreme volatility that has often been unrelated to the operating performance of particular companies. While the full extent of the economic impact of the recent increases in inflation rates (particularly as it relates to clinical- or manufacturing-related costs) may be difficult to assess or predict, such impacts have already caused, and are likely to result in further, significant disruption of global financial markets, which may reduce our ability to access capital either at all or on favorable terms. If we are unable to raise additional funds through equity or debt financings when needed or on attractive terms, we may be required to delay, limit, reduce or terminate our product development or future commercialization efforts, or grant rights to develop and market product candidates that we would otherwise prefer to develop and market ourselves.The market price for our common stock may be influenced by many factors, including:â€¢our success in launching and commercializing PYRUKYNDÂ®; â€¢the decision to focus our efforts on our rare disease business;â€¢the evolution of our research organization;â€¢whether the sale of the Vorasidenib Royalty Rights to Royalty Pharma will be consummated;57Table of ContentsÂ Â Â Â â€¢announcements by us or our competitors of significant acquisitions, in-licensing arrangements, strategic partnerships, joint ventures, collaborations or capital commitments;â€¢the timing and results of clinical trials of product candidates, or our competitorsâ€™ product candidates;â€¢regulatory actions with respect to our product or product candidates or our competitorsâ€™ products and product candidates;â€¢commencement or termination of collaborations for our development programs;â€¢failure or discontinuation of any of our development programs;â€¢regulatory or legal developments in the United States and other countries;â€¢developments or disputes concerning patent applications, issued patents or other proprietary rights;â€¢the recruitment or departure of key personnel;â€¢the level of expenses related to any of our products, product candidates or development programs;â€¢the results of our efforts to develop additional product candidates and products;â€¢actual or anticipated changes in estimates as to financial results or development timelines;â€¢announcement or expectation of additional financing efforts;â€¢sales of our common stock by us, our insiders or other stockholders, including shares issuable upon exercise of outstanding stock options and upon vesting of stock units under our stock incentive plans;â€¢variations in our financial results or results of companies that are perceived to be similar to us;â€¢changes in estimates, evaluations or recommendations by securities analysts, that cover our stock or the failure by one or more securities analysts to continue to cover our stock;â€¢changes in the structure of healthcare payment systems;â€¢the societal and economic impact of public health epidemics or pandemics, such as the COVID-19 pandemic and any recession, depression or sustained market event resulting from such epidemics or pandemics;â€¢market conditions in the pharmaceutical and biotechnology sectors;â€¢general economic, industry and market conditions; andâ€¢the other factors described in this â€œRisk Factorsâ€ section.In the past, following periods of volatility in the market price of a company's securities, securities class-action litigation often has been instituted against that company. Such litigation, if instituted against us, could cause us to incur substantial costs to defend such claims and divert managements' attention and resources, which could seriously harm our business, financial condition, results of operations and prospects.We also cannot guarantee that an active trading market for our shares will be sustained. An inactive trading market for our common stock may impair our ability to raise capital to continue to fund our operations by selling shares and may impair our ability to acquire other companies or technologies by using our shares as consideration. Our financial condition and operating results also may fluctuate from quarter to quarter and year to year due to a variety of factors, many of which are beyond our control. Accordingly, you should not rely upon the results of any quarterly or annual periods as indications of future operating performance. Our executive officers, directors and principal stockholders maintain the ability to significantly influence all matters submitted to stockholders for approval.As of JuneÂ 30, 2024, our executive officers, directors and principal stockholders, in the aggregate, beneficially owned shares representing a significant percentage of our capital stock. As a result, if these stockholders were to choose to act together, they would be able to significantly influence all matters submitted to our stockholders for approval, as well as our management and affairs. For example, these persons could significantly influence the election of directors and approval of any merger, consolidation or sale of all or substantially all of our assets. This concentration of voting power could delay or prevent an acquisition of our company on terms that other stockholders may desire.Our ability to use our net operating loss carryforwards and certain other tax attributes may be limited.Under Section 382 of the Code and corresponding provisions of state law, if a company undergoes an â€œownership change,â€ generally defined as a greater than 50% change (by value) in its equity ownership by certain stockholders over a three-year period, the companyâ€™s ability to use its pre-change net operating loss carryforwards and other pre-change tax attributes (such as research tax credits) to offset its post-change taxable income may be limited. Our prior equity offerings and other changes in our stock ownership, some of which are outside of our control, may have resulted or could in the future result in an ownership 58Table of ContentsÂ Â Â Â change. We completed a review of our changes in ownership through DecemberÂ 31, 2023, and determined that we did not have a qualified ownership change since our last review as of DecemberÂ 31, 2022. Future ownership changes under Section 382 may limit the amount of net operating loss and tax credit carryforwards that we could potentially utilize to reduce future tax liabilities.There is also a risk that due to regulatory changes, such as suspensions on the use of net operating losses, or other unforeseen reasons, our existing net operating losses could expire or otherwise become unavailable to offset future income tax liabilities. The Tax Act, as amended by the Coronavirus Aid, Relief, and Economic Security Act includes changes to U.S. federal tax rates and the rules governing net operating loss carryforwards that may significantly impact our ability to utilize our net operating losses to offset taxable income in the future. In addition, state net operating losses generated in one state cannot be used to offset income generated in another state. For these reasons we may be unable to use a material portion of our net operating losses and other tax attributes.Our effective tax rate may fluctuate, and we may incur obligations in tax jurisdictions in excess of accrued amounts.We are subject to taxation in numerous U.S. states and territories. As a result, our effective tax rate is derived from a combination of applicable tax rates in the various places that we operate. In preparing our financial statements, we estimate the amount of tax that will become payable in each of such places. Nevertheless, our effective tax rate may be different from previous periods or our current expectations due to numerous factors, including as a result of changes in the mix of our profitability from state to state, the results of examinations and audits of our tax filings, our inability to secure or sustain acceptable agreements with tax authorities, changes in accounting for income taxes and changes in tax laws. Any of these factors may result in tax obligations in excess of amounts accrued in our financial statements.We incur costs as a result of operating as a public company, and our management is required to devote substantial time to compliance initiatives and corporate governance practices.We have incurred and will continue to incur significant legal, accounting and other expenses as a public company. The Sarbanes-Oxley Act of 2002, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the listing requirements of The Nasdaq Global Select Market and other applicable securities rules and regulations impose various requirements on public companies, including establishment and maintenance of effective disclosure and financial controls and corporate governance practices. Stockholder activism, the current political environment and the current high level of government intervention and regulatory reform may lead to substantial new regulations. Our management and other personnel devote, and will need to continue to devote, a substantial amount of time to these compliance initiatives. Moreover, these rules and regulations increase our legal and financial compliance costs and make some activities more time-consuming and costly.Because we do not anticipate paying any cash dividends on our capital stock in the foreseeable future, capital appreciation, if any, will be the sole source of gain for our stockholders.We have never declared or paid cash dividends on our capital stock. We currently intend to retain all of our future earnings, if any, to finance the growth and development of our business. As a result, capital appreciation, if any, of our common stock will be the sole source of gain for our stockholders for the foreseeable future.Item 5. Other Information(c) Director and Officer Trading Arrangements A significant portion of the compensation of our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) is in the form of equity awards and, from time to time, directors and officers engage in open-market transactions with respect to the securities acquired pursuant to such equity awards or other of our securities, including to satisfy tax withholding obligations when equity awards vest or are exercised, and for diversification or other personal reasons.Transactions in our securities by directors and officers are required to be made in accordance with our insider trading policy, which requires that the transactions be in accordance with applicable U.S. federal securities laws that prohibit trading while in possession of material nonpublic information. Rule 10b5-1 under the Exchange Act provides an affirmative defense that enables directors and officers to prearrange transactions in our securities in a manner that avoids concerns about initiating transactions while in possession of material nonpublic information. None of our directors or officers terminated a Rule 10b5-1 trading arrangement or adopted or terminated a non-Rule 10b5-1 trading arrangement (as defined in Item 408(c) of Regulation S-K) during the quarterly period covered by this report.59Table of ContentsÂ Â Â Â Item 6.Â Â Â Â ExhibitsIncorporated by ReferenceExhibitNumberDescription of ExhibitFormFileÂ NumberDate of FilingExhibitNumberFiledHerewith3.1Restated Certificate of Incorporation8-K001-36014July 30, 20133.13.2Third Amended and Restated By-Laws8-K001-36014March 3, 20233.110.1â€ Purchase and Sale Agreement, dated May 24, 2024, by and between the Registrant and Royalty Pharma Investments 2019 ICAVX31.1Certification of principal executive officer pursuant to RuleÂ 13a 14(a)/15d 14(a) of the Securities Exchange Act of 1934, as amended.X31.2Certification of principal financial officer pursuant to RuleÂ 13a-14(a)/15d-14(a) of the Securities Exchange Act of 1934, as amended.X32.1*Certification of principal executive officer pursuant to 18Â U.S.C. Â§1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.X32.2*Certification of principal financial officer pursuant to 18Â U.S.C. Â§1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.X101.INSXBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are not embedded within the Inline XBRL documentX101.SCHXBRL Taxonomy Extension Schema DocumentX101.CALXBRL Taxonomy Calculation Linkbase DocumentX101.DEFXBRL Taxonomy Extension Definition Linkbase DocumentX101.LABXBRL Taxonomy Label Linkbase DocumentX101.PREXBRL Taxonomy Presentation Linkbase DocumentX104Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101.INS)X* This certification will not be deemed â€œfiledâ€ for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or the Exchange Act, or otherwise subject to the liability of that section. Such certification will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except to the extent specifically incorporated by reference into such filing.â€ Portions of this exhibit have been omitted pursuant to Item 601(b)(10)(iv) of Regulation S-K.60Table of ContentsÂ Â Â Â SIGNATURESPursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.Â AGIOS PHARMACEUTICALS, INC.August 1, 2024By:/s/ Brian GoffBrian GoffChief Executive Officer(principal executive officer)August 1, 2024By:/s/ Cecilia JonesCecilia JonesChief Financial Officer(principal financial officer)61 EX-10.1 2 exhibit101.htm EX-10.1 DocumentÂ Â Â Â Â Â Â Â Exhibit 10.1Execution VersionCertain identified information has been excluded from the exhibit because it is both (i) not material and (ii) is the type of information that the registrant treats as private or confidential. Double asterisks denote omissions. PURCHASE AND SALE AGREEMENTdated as of May 24, 2024by and betweenAGIOS PHARMACEUTICALS, INC.,as SELLERandROYALTY PHARMA INVESTMENTS 2019 ICAV,as PURCHASERTABLE OF CONTENTS ....PageARTICLE I DEFINED TERMS AND RULES OF CONSTRUCTION....1Section 1.1 Rules of Construction....10ARTICLE II PURCHASE AND SALE OF THE PURCHASED ASSETS....12Section 2.1 Purchase and Sale; Closing....12Section 2.2 Purchase Price....13Section 2.3 No Assumed Liabilities or Obligations....13Section 2.4 Excluded Assets....13Section 2.5 Receivables Reports....14ARTICLE III REPRESENTATIONS AND WARRANTIES OF THE SELLER....14Section 3.1 Organization....14Section 3.2 No Conflicts....14Section 3.3 Authorization....15Section 3.4 Ownership....15Section 3.5 Governmental and Third Party Authorizations....15Section 3.6 No Litigation....16Section 3.7 Solvency....16Section 3.8 Tax Matters....16Section 3.9 No Brokersâ€™ Fees....17Section 3.10 [Reserved]....17Section 3.11 Compliance with Laws....17Section 3.12 Earn-Out Product (vorasidenib)....17Section 3.13 Regulatory Matters....18Section 3.14 Counterparty Agreement....19Section 3.15 Intellectual Property....21Section 3.16 UCC Matters....22ARTICLE IV REPRESENTATIONS AND WARRANTIES OF THE PURCHASER....22Section 4.1 Organization....22Section 4.2 No Conflicts....22Section 4.3 Authorization....22Section 4.4 Governmental and Third Party Authorizations....23Section 4.5 No Financing â€¦....23Section 4.6 No Litigation....23ARTICLE V COVENANTS....23Section 5.1 Books and Records; Notices....23Section 5.2 Public Announcement....25Section 5.3 Efforts; Further Assurances....25iSection 5.4 Payments on Account of the Purchased Assets and Payments Generallyâ€¦....26Section 5.5 Counterparty Agreement....28Section 5.6

Mergers, Consolidation and Asset Sales Involving Counterparty.....30Section 5.7 Tax Matters.....30Section 5.8 Existence.....31Section 5.9 Audits; Underpayment of Vorasidenib Receivables; Overpayment of Vorasidenib Receivables.....31Section 5.10 Confidentiality.....33Section 5.11 Deposit Account.....33ARTICLE VI CONDITIONS TO CLOSING; CLOSING DATE DELIVERIES.....34Section 6.1 Purchaser Conditions to Closing.....34Section 6.2 Seller Conditions to Closing.....35ARTICLE VII INDEMNIFICATION.....35Section 7.1 Indemnification by the Seller.....35Section 7.2 Indemnification by the Purchaser.....36Section 7.3 Procedures.....36Section 7.4 Exclusive Remedy.....37Section 7.5 Limitation of Liability.....37Section 7.6 Tax Treatment for Indemnification Payments.....38ARTICLE VIII MISCELLANEOUS.....38Section 8.1 Termination; Survival.....38Section 8.2 Specific Performance.....38Section 8.3 Notices.....38Section 8.4 Successors and Assigns.....39Section 8.5 Independent Nature of Relationship.....40Section 8.6 Entire Agreement.....40Section 8.7 Governing Law.....40Section 8.8 Waiver of Jury Trial.....41Section 8.9 Severability.....41Section 8.10 Counterparts.....42Section 8.11 Amendments; No Waivers.....42Section 8.12 Table of Contents and Headings.....42iiSchedule 1.2Â Â Â Â Deposit Account; Seller AccountSchedule 3.15(a)Â Â Â Â Applicable Patent RightsExhibit AÂ Â Â Â Form of Bill of SaleExhibit BÂ Â Â Â Form of Counterparty InstructionExhibit C Â Â Â Â [Reserved]Exhibit DÂ Â Â Â Counterparty AgreementExhibit EÂ Â Â Â Disclosure ScheduleExhibit FÂ Â Â Â Counterparty ConsentiiiPURCHASE AND SALE AGREEMENTThis PURCHASE AND SALE AGREEMENT (this â€œPurchase and Sale Agreementâ€) dated as of May 24, 2024 is by and among Agios Pharmaceuticals, Inc., a Delaware corporation and the Person defined as â€œSellerâ€ in the Counterparty Agreement (the â€œSellerâ€), and Royalty Pharma Investments 2019 ICAV (the â€œPurchaserâ€).W I T N E S E T H:WHEREAS, the Seller has the right to receive fifteen percent (15.0%) of Net Sales of the Earn-Out Product (vorasidenib) (as defined below) in the US Territory under the Counterparty Agreement;WHEREAS, the Seller desires to sell, contribute, assign, transfer, convey and grant to the Purchaser, and the Purchaser desires to purchase, acquire and accept from the Seller its rights, title and interest in and to the Purchased Assets (as defined below), upon and subject to the terms and conditions set forth in this Purchase and Sale Agreement;NOW, THEREFORE, in consideration of the premises and the mutual agreements, representations and warranties set forth herein and of other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto covenant and agree as follows:ARTICLE IDEFINED TERMS AND RULES OF CONSTRUCTION Defined Terms. The following terms, as used herein, shall have the following respective meanings:â€œAffiliateâ€ means, with respect to any Person, any other Person that, directly or indirectly, controls, is controlled by or is under common control with such Person. For purposes of this definition, â€œcontrolâ€ of a Person means the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of such Person, whether through the ownership of Voting Securities, by contract or otherwise, and the terms â€œcontrolledâ€ and â€œcontrollingâ€ have meanings correlative to the foregoing.â€œAnnual Net Sales Statementâ€ has the meaning set forth in Section 2.13(a)(iv) of the Counterparty Agreement.â€œApplicable Lawâ€ means, with respect to any Person, all laws, rules, regulations and orders of Governmental Authorities applicable to such Person or any of its properties or assets.â€œApplicable Percentageâ€ means, in respect of Net Sales of the Earn-Out Product (vorasidenib) occurring in the US Territory during each calendar year, 100.0% until the Purchaser has actually received $150 million in Vorasidenib Receivables hereunder in respect of such Net Sales occurring in the US Territory during such calendar year, and, for the remainder of 1such calendar year, 80.0%. For clarity, with respect to Net Sales of the Earn-Out Product (vorasidenib) occurring in the US Territory during each calendar year as described in the prior sentence, the â€œVorasidenib Receivablesâ€ constitute 15.0% of such Net Sales until the Purchaser has actually received $150 million in Vorasidenib Receivables hereunder in respect of such Net Sales occurring in the US Territory during such calendar year, and, for the Net Sales occurring in the US Territiory during the remainder of such calendar year, 12.0% of such Net Sales.â€œApplicable Patent Rightsâ€ means the â€œEarn-Out Patent Rightsâ€ with respect to the Earn-Out Product (vorasidenib) described in sub-part (b) of the definition of â€œEarn-Out Patent Rightâ€ in Section 1.1 of the Counterparty Agreement.â€œAudit Reportsâ€ means any reports, summaries of preliminary conclusions, and final conclusions of any Independent Accounting Firm pursuant to Section 2.13(e) of the Counterparty Agreement.â€œBankruptcy Eventâ€ means the occurrence of any of the following in respect of a Person: (a) (i) an admission in writing by such Person of its inability to pay its debts generally as they become due or (ii) a general assignment by such Person for the benefit of creditors; (b) the filing of any petition by such Person seeking to adjudicate itself as bankrupt or insolvent, or seeking for itself any liquidation, winding-up, reorganization, arrangement, adjustment, protection, relief or composition of such Person or its debts under any Applicable Law relating to bankruptcy, insolvency, receivership, winding-up, liquidation, reorganization, examination, relief of debtors or other similar Applicable Law now or hereafter in effect, or seeking, consenting to or acquiescing in the entry of an order for relief in any case under any such Applicable Law, or the appointment of or taking possession by a receiver, trustee, custodian, liquidator, examiner, assignee, sequestrator or other similar official for such Person or for any substantial part of its property; (c)Â corporate or other entity action taken by such Person to authorize any of the actions set forth in clause (a) or clause (b) above; or (d) whether with or without the consent or acquiescence of such Person, the entering of an order for relief or approving a petition for relief or reorganization or any other petition seeking any reorganization, arrangement, composition, readjustment, liquidation, dissolution or other similar relief under any present or future bankruptcy, insolvency or similar Applicable Law, or the filing of any such petition against such Person, or, with or without the consent or acquiescence of such Person, the entering of an order appointing a trustee, custodian, receiver or liquidator of such Person or of all or any substantial part of the property of such Person, in each case where such petition or order shall remain unstayed or shall not have been stayed or dismissed within [**] from entry thereof.â€œBill of Saleâ€ means that certain bill of sale effective as of the Closing Date executed by the Seller and the Purchaser substantially in the form of Exhibit A.â€œBusiness Dayâ€ means any day that is not a Saturday, Sunday or other day on which commercial banks in New York City are authorized or required by Applicable Law to remain closed.2â€œCapital Securitiesâ€ means, with respect to any Person, all shares, interests, participations or other equivalents (however designated, whether voting or non-voting) of such Personâ€™s capital, whether now outstanding or issued after the Effective Date, including common shares, ordinary shares, preferred shares, membership interests or share capital in a limited liability company or other Person, limited or general partnership interests in a partnership, beneficial interests in trusts or any other equivalent of such ownership interest or any options, warrants and other rights to acquire such shares or interests, including rights to allocations and distributions, dividends, redemption payments and liquidation payments.â€œClosingâ€ means the sale, contribution, assignment, transfer, conveyance and grant of the Purchased Assets contemplated hereunder.â€œClosing Dateâ€ means the date on which the Closing occurs pursuant to Section 2.1(a).â€œCounterpartyâ€ means each of Servier and Servier SAS, and their permitted successors and assigns (collectively, the â€œCounterpartiesâ€).â€œCounterparty Agreementâ€ means that certain Purchase and Sale Agreement, dated as of December 20, 2020, by and among Seller and the Counterparties, as amended, modified or otherwise supplemented from time to time, including pursuant to the Counterparty Consent.â€œCounterparty Consentâ€ means that certain Consent Agreement dated May 23, 2024 between Seller and Counterparty, a true, correct and complete copy of which is attached hereto as Exhibit F.â€œCounterparty Instructionâ€ means the irrevocable direction to each Counterparty substantially in the form of Exhibit B.â€œCredit Eventâ€ means any insolvency, bankruptcy, receivership, assignment for the benefit of creditors, or similar proceeding, following or as a result of which any Counterparty fails to pay amounts owing under the Counterparty Agreement in respect of the Vorasidenib Receivables as a result of the Counterpartyâ€™s financial distress, creditworthiness, or insolvency.â€œDeposit Accountâ€ means the bank account described on the Schedule 1.2 under the heading â€œDeposit Accountâ€ for the benefit of the Purchaser, as such bank account may be changed by the Purchaser in its sole discretion from time to time upon prior written notice to the Seller in accordance with Section 5.4(b).â€œDisclosure Scheduleâ€ means the Disclosure Schedule, attached hereto as Exhibit E and dated as of the date hereof and delivered by the Seller to the Purchaser.â€œDisputed Amountâ€ has the meaning set forth in Section 2.13(j) of the Counterparty Agreement.â€œDollarâ€ or the sign â€œ$â€ means United States dollars.3â€œEarn-Out Product (vorasidenib)â€ means an isocitrate dehydrogenase-1 & 2 (IDH1 & 2) inhibitor that has the compound AG-881 as its active ingredient. â€œEarn-Out Product Transactionâ€ has the meaning set forth in Section 2.13(g) of the Counterparty Agreement.â€œEffective Dateâ€ means the date of this Agreement.â€œExcluded Liabilities and Obligationsâ€ has the meaning set forth in Section 2.3.â€œFD&C Actâ€ means the United States Federal Food, Drug, and Cosmetic Act.â€œFDAâ€ means the U.S. Food and Drug Administration, or any successor agency thereto.â€œFDA Approvalâ€ means Regulatory Approval from FDA for the Earn-Out Product (vorasidenib).â€œFDA Approval Dateâ€ means the date FDA Approval is received. â€œGAAPâ€ means generally accepted accounting principles in effect in the United States from time to time.â€œGovernmental Authorityâ€ means the government of the United States, any other nation or any political subdivision thereof, whether state or local, and any agency, authority (including supranational authority), commission, instrumentality, regulatory body, court, central bank or other Person exercising executive, legislative, judicial, taxing, regulatory or administrative powers or functions of or pertaining to government.â€œIndependent Accounting Firmâ€ has the meaning set forth in the Counterparty Agreement. â€œKnowledgeâ€ means, with respect to the Seller, the actual knowledge of [**], or any successor to any such individuals holding the same or substantially similar officer positions at the applicable time, after internal due inquiry with such individuals (and excluding, for the avoidance of doubt, any inquiries with the Counterparty or any other third party, it being understood that, since consummation of the transactions contemplated by the Counterparty Agreement in December 20, 2020, Sellerâ€™s knowledge of the Earn-Out Product (vorasidenib) and related issues is limited and indirect). â€œLienâ€ means any security interest, mortgage, pledge, hypothecation, assignment, deposit arrangement, encumbrance, lien (statutory or otherwise), charge against or interest in property or other priority or preferential arrangement of any kind or nature whatsoever, in each case to secure payment of a debt or performance of an obligation, including any conditional sale or any sale with recourse, or any other restriction on transfer.â€œLossâ€ means any loss, damage, assessment, award, cause of action, claim, charge, cost, expense, fine, judgment, liability, obligation, penalty or, solely for purposes of Section 7.1 but 4not for Section 7.2, Receivables Reduction for which, in the case of any Receivables Reduction, Seller is liable under Section 5.4(d) and as to which Seller has not paid Purchaser in accordance with Section 5.4(d).â€œMaterial Adverse Changeâ€ means (i) a material adverse effect on the legality, validity or enforceability of the Transaction Documents or the Counterparty Agreement (as it relates to the Purchased Assets), (ii) a material adverse effect on the ability of the Seller to perform any of its obligations under the Transaction Documents, (iii) a material adverse effect on the rights of the Seller or the Purchaser under the Counterparty Agreement with respect to the Purchased Assets, other than as a result of a Permitted Deduction or Credit Event, (iv) a material adverse effect on the validity or enforceability of any of the Applicable Patent Rights that, if adversely determined, would reasonably be expected to adversely affect in any material respect the timing, amount or duration of the payments to be made to the Purchaser in respect of the Purchased Assets, provided that acts or omissions of Seller after December 20, 2020, shall not be the basis for any Material Adverse Change under this clause (iv) unless any such act or omission was taken (or not) with the intent or knowledge that such action or omission would reasonably be likely to have such effect, or (v)Â an adverse effect in any material respect on the timing, amount or duration of the payments to be made to the Purchaser in respect of the Vorasidenib Receivables or the right of the Purchaser to receive such payments, other than as a result of a Permitted Deduction or Credit Event. â€œNet Salesâ€ has the meaning set forth in Section 1.1 of the Counterparty Agreement.â€œNet Sales Termâ€ has the meaning set forth in Section 1.1 of the Counterparty Agreement as it relates to the Earn-Out Product (vorasidenib).â€œPermitted Deductionsâ€ means (i) the deductions set forth in items (a)-(k) of the definition of â€œPermitted Deductionsâ€ in Section 1.1 of the Counterparty Agreement to the extent such deductions are actually taken by the Counterparty in the calculation of â€œNet Salesâ€ for sales of the Earn-Out Product (vorasidenib) that are made in the US Territory from and after the FDA Approval Date, (ii) offsets permitted under clause (B) of the second sentence of 2.13(a)(iv) and Section 2.13(e)(B) of the Counterparty Agreement resulting from Counterparty overpayment of Vorasidenib Receivables to the Purchaser, in each case in respect of â€œNet Salesâ€ of the Earn-Out Product (vorasidenib) made in the US Territory from and after the FDA Approval Date, and (iii) any deductions or withholdings for Taxes required under Applicable Law in accordance with and subject to Section 5.7(b). For the avoidance of doubt, no other right of set-off, off-set, counterclaim, deduction, withholding, or credit, by contract or otherwise (including offsets or reductions in respect of Third Party License Payments pursuant to Section 2.13(a)(ii) of the Counterparty Agreement and any offset or reduction taken on account of any Disputed Amounts under Section 2.13(j) of the Counterparty Agreement) is a Permitted Deduction. â€œPersonâ€ means any natural person, firm, corporation, limited liability company, partnership, joint venture, association, joint-stock company, trust, unincorporated organization, Governmental Authority or any other legal entity, including public bodies, whether acting in an individual, fiduciary or other capacity.5â€œPurchase and Sale Agreementâ€ has the meaning set forth in the preamble.â€œPurchase Priceâ€ has the meaning set forth in Section 2.2.â€œPurchased Assetsâ€ means, collectively, (a) the Sellerâ€™s right, title and interest in, to and under the Counterparty Agreement with respect to the Vorasidenib Receivables and the Receivables Reports, and (b)Â the right to transfer, assign or pledge the foregoing, in whole or in part, and the payments, accounts, proceeds and income of, and the rights to enforce, each of the foregoing. The Purchased Assets do not include any other rights under the Counterparty Agreement or otherwise including, for the avoidance of doubt, Sellerâ€™s right, title and interest in the other assets transferred pursuant to the Sagard Agreement.â€œPurchaser Indemnified Partyâ€ has the meaning set forth in Section 7.1.â€œPurchaserâ€ has the meaning set forth in the preamble.â€œQualified Assigneeâ€ means: (i) [**]; or (ii) any other Person designated as such in writing by mutual agreement of the Seller and the Purchaser.â€œQuarterly Net Sales Statementâ€ has the meaning set forth in Section 2.13(a)(iii) of the Counterparty Agreement.â€œReceivables Reductionâ€ means any right of set-off, off-set, counterclaim, deduction, withholding, or credit, by contract or otherwise, including pursuant to Section 2.13(a)(ii) or Section 2.13(j) of the Counterparty Agreement, other than any Permitted Deductions.â€œReceivables Reportsâ€ mean Sellerâ€™s right to: (i) receive the Quarterly Net Sales Statements produced by Counterparty pursuant to Section 2.13(a)(iii) of the Counterparty Agreement in respect of Net Sales of the Earn-Out Product (vorasidenib), (ii) receive the Annual Net Sales Statements produced by Counterparty pursuant to Section 2.13(a)(iv) of the Counterparty Agreement in respect of Net Sales of the Earn-Out Product (vorasidenib), and (iii) receive a summary of preliminary conclusions of any Independent Accounting Firm and to provide comments thereon pursuant to Section 2.13(e) of the Counterparty Agreement and receive the final conclusions of such Independent Accounting Firm pursuant to Section 2.13(e) of the Counterparty Agreement.â€œRegulatory Agencyâ€ means a Governmental Authority with responsibility for the approval of the marketing and sale of pharmaceuticals or other regulation of pharmaceuticals in any jurisdiction.â€œRegulatory Approvalsâ€ mean, collectively, all regulatory approvals, registrations, certificates, authorizations, permits and supplements thereto, as well as associated materials (including the product dossier) pursuant to which the Earn-Out Product (vorasidenib) may be marketed, sold and distributed in a jurisdiction, issued by the appropriate Regulatory Agency.6â€œRetained Percentageâ€ means, in respect of Net Sales of the Earn-Out Product (vorasidenib) occurring in the US Territory during each calendar year, 0.0% until the Purchaser has actually received $150 million in Vorasidenib Receivables hereunder in respect of such Net Sales occurring in the US Territory during such calendar year, and, for Net Sales occurring in the US Territory during the remainder of such calendar year, 20.0%. For clarity, with respect to Net Sales of the Earn-Out Product (vorasidenib) occurring in the US Territory during each calendar year as described in the prior sentence, the â€œRetained Receivablesâ€ constitute 0.0% of such Net Sales until the Purchaser has actually received $150 million in Vorasidenib Receivables hereunder in respect of such Net Sales occurring in the US Territory during such calendar year, and, for Net Sales occurring in the US Territory during the remainder of such calendar year, 3.0% of such Net Sales.â€œRetained Receivablesâ€ means, without duplication:(a) the Retained Percentage of all amounts or fees due, paid or payable, owed or owing, accrued or otherwise to be paid to the Seller or any of its Affiliates under Section 2.13(a)(i)(B) of the Counterparty Agreement in respect of aggregate annual Net Sales of the Earn-Out Product (vorasidenib) made in the US Territory from and after the FDA Approval Date and during the Net Sales Term, and any amounts payable by Counterparty to Seller under the Counterparty Agreement in lieu thereof, but in each case without giving effect to any offsets or reductions in respect of Third Party License Payments pursuant to Section 2.13(a)(ii) of the Counterparty Agreement or any offsets or reductions taken on account of any Disputed Amounts under Section 2.13(j) of the Counterparty Agreement; (b) all amounts payable resulting from Counterparty underpayments in respect of the Retained Percentage of Net Sales of the Earn-Out Product (vorasidenib)

made in the US Territory from and after the FDA Approval Date pursuant to (i) Section 2.13(a)(iii)(B) of the Counterparty Agreement, (ii) clause (B) of the first sentence in Section 2.13(a)(iv) of the Counterparty Agreement, and (iii) Section 2.13(e) of the Counterparty Agreement (in each case (b)(i)-(b)(iii) above, regardless of whether Seller furnishes an invoice to Counterparty for such amounts); (c) all indemnity payments, guarantees, recoveries, damages or awards or settlement amounts payable by Counterparty to the Seller or any of its Affiliates after the FDA Approval Date as a result of a breach by either Counterparty of the provisions of the Counterparty Agreement related to the Purchased Assets in respect of the amounts described in clause (a) and (b) above, including pursuant to Section 10.3, Section 10.5, and Section 11.15 of the Counterparty Agreement (other than for any unreimbursed costs payable to Seller pursuant to the Counterparty Agreement) related to the period after the FDA Approval Date; (d)Â any payments payable to Seller under Section 2.13(i) of the Counterparty Agreement in respect of the payments described in clauses (a)-(c) above related to the period after the FDA Approval Date; 7(e) all other amounts paid or payable by Counterparty or any other Person to the Seller or any of its Affiliates arising out of, related to or resulting from the amounts described in clauses (a), (b), (c) and (d) above; (f) all accounts (as defined under the UCC) evidencing the rights to the payments and amounts described in clauses (a)-(e) above; and(g) all proceeds (as defined under the UCC) of any of the foregoing.â€œSagard Agreementâ€ means that certain Purchase and Sale Agreement, dated as of October 27, 2022, by and among Seller, Sagard Healthcare Royalty Partners, LP and Sagard Healthcare Partners Co-Invest Designated Activity Company, as amended, modified or otherwise supplemented from time to time not in violation of this Agreement. â€œSale Dateâ€ means the â€œClosing Dateâ€ as defined in the Counterparty Agreement, which was March 31, 2021.â€œSellerâ€ has the meaning set forth in the preamble.â€œSeller Accountâ€ means the account described on Schedule 1.2 (or to such other account as the Seller shall notify, the Purchaser in writing from time to time).â€œSeller Indemnified Partyâ€ has the meaning set forth in Section 7.2.â€œServierâ€ means Servier Pharmaceuticals, LLC, a Delaware limited liability company and the Person defined as â€œPurchaserâ€ in the Counterparty Agreement.â€œServier SASâ€ means Servier S.A.S., a French societe par actions simplifiee and the Person defined as â€œPurchaser Guarantorâ€ in the Counterparty Agreement.â€œSpecified Indemnity Claimâ€ has the meaning set forth in Section 2.13(j) of the Counterparty Agreement, and herein shall be limited to any such claim related to the Purchased Assets or the Earn-Out Product (vorasidenib).â€œSpecified Tax Withholdingâ€ has the meaning set forth in Section 5.7(b).â€œSublicenseeâ€ means any licensee or sublicensee of Counterparty in respect of the Earn-Out Product (vorasidenib).â€œSubsidiaryâ€ means, with respect to any Person, any other Person of which more than 50% of the outstanding Voting Securities of such other Person (irrespective of whether at the time Capital Securities of any other class or classes of such other Person shall or might have voting power upon the occurrence of any contingency) is at the time directly or indirectly owned or controlled by such Person, by such Person and one or more other Subsidiaries of such Person or by one or more other Subsidiaries of such Person.8â€œTaxâ€ or â€œTaxesâ€ means any federal, state, local or foreign income, gross receipts, license, payroll, employment, excise, severance, occupation, premium, windfall profits, environmental, customs duties, capital stock, franchise, profits, withholding, social security, unemployment, disability, real property, personal property, abandoned property, value added, alternative or add-on minimum, estimated or other tax of any kind whatsoever, including any interest, penalty or addition thereto, whether disputed or not.â€œThird Party License Paymentsâ€ has the meaning set forth in Section 1.1 of the Counterparty Agreement.â€œTransaction Documentsâ€ means this Purchase and Sale Agreement, the Bill of Sale and the Counterparty Instruction.â€œUCCâ€ means the Uniform Commercial Code as in effect from time to time in the State of Delaware; provided, that, if, with respect to any financing statement or by reason of any provisions of Applicable Law, the perfection or the effect of perfection or non-perfection of the backup security interest or any portion thereof granted pursuant to Section 2.1(f) is governed by the Uniform Commercial Code as in effect in a jurisdiction of the United States other than the State of Delaware, then â€œUCCâ€ means the Uniform Commercial Code as in effect from time to time in such other jurisdiction for purposes of the provisions of this Purchase and Sale Agreement and any financing statement relating to such perfection or effect of perfection or non-perfection.â€œUpstream License Agreementâ€ means that certain Exclusive License Agreement by and among The Johns Hopkins University, Duke University, and the Seller, dated as of November 7, 2009, which agreement was transferred by the Seller to the Counterparty in connection with the Counterparty Agreement on the Sale Date.â€œU.S.â€ or â€œUnited Statesâ€ means the United States of America, its 50 states, each territory thereof and the District of Columbia.â€œUS Territoryâ€ has the meaning set forth in Section 1.1 of the Counterparty Agreement.â€œVorasidenib Receivablesâ€ means, without duplication:(a) the Applicable Percentage of all amounts or fees due, paid or payable, owed or owing, accrued or otherwise to be paid to the Seller or any of its Affiliates under Section 2.13(a)(i)(B) of the Counterparty Agreement in respect of aggregate annual Net Sales of the Earn-Out Product (vorasidenib) made in the US Territory from and after the FDA Approval Date and during the Net Sales Term, and any amounts payable by Counterparty to Seller under the Counterparty Agreement in lieu thereof, but in each case without giving effect to any offsets or reductions in respect of Third Party License Payments pursuant to Section 2.13(a)(ii) of the Counterparty Agreement or any offsets or reductions taken on account of any Disputed Amounts under Section 2.13(j) of the Counterparty Agreement; 9(b) all amounts payable resulting from Counterparty underpayments in respect of the Applicable Percentage of Net Sales of the Earn-Out Product (vorasidenib) made in the US Territory from and after the FDA Approval Date pursuant to (i) Section 2.13(a)(iii)(B) of the Counterparty Agreement, (ii) clause (B) of the first sentence in Section 2.13(a)(iv) of the Counterparty Agreement, and (iii) Section 2.13(e) of the Counterparty Agreement (in each case (b)(i)-(b)(iii) above, regardless of whether Seller furnishes an invoice to Counterparty for such amounts); (c) all indemnity payments, guarantees, recoveries, damages or awards or settlement amounts payable by Counterparty to the Seller or any of its Affiliates after the FDA Approval Date as a result of a breach by either Counterparty of the provisions of the Counterparty Agreement related to the Purchased Assets in respect of the amounts described in clause (a) and (b) above, including pursuant to Section 10.3, Section 10.5, and Section 11.15 of the Counterparty Agreement (other than for any unreimbursed costs payable to Seller pursuant to the Counterparty Agreement) related to the period after the FDA Approval Date; (d)Â any payments payable to Seller under Section 2.13(i) of the Counterparty Agreement in respect of the payments described in clauses (a)-(c) above related to the period after the FDA Approval Date; (e) all other amounts paid or payable by Counterparty or any other Person to the Seller or any of its Affiliates arising out of, related to or resulting from the amounts described in clauses (a), (b), (c) and (d) above; (f) all accounts (as defined under the UCC) evidencing the rights to the payments and amounts described in clauses (a)-(e) above; and(g) all proceeds (as defined under the UCC) of any of the foregoing.â€œVoting Securitiesâ€ means, with respect to any Person, Capital Securities of any class or kind ordinarily having the power to vote for the election of directors, managers or other voting members of the governing body of such Person.Section 1.1 Rules of Construction. Unless the context otherwise requires, in this Purchase and Sale Agreement:a.A term has the meaning assigned to it and an accounting term not otherwise defined has the meaning assigned to it in accordance with GAAP.b.Unless otherwise defined, all terms that are defined in the UCC shall have the meanings stated in the UCC.c.Words of the masculine, feminine or neuter gender shall mean and include the correlative words of other genders.10d.The definitions of terms shall apply equally to the singular and plural forms of the terms defined.e.The terms â€œincludeâ€, â€œincludingâ€ and similar terms shall be construed as if followed by the phrase â€œwithout limitationâ€.f.Unless otherwise specified, references to an agreement or other document include references to such agreement or document as from time to time amended, restated, reformed, supplemented or otherwise modified in accordance with the terms thereof (subject to any restrictions on such amendments, restatements, reformations, supplements or modifications set forth herein) and include any annexes, exhibits and schedules attached thereto.g.References to any Applicable Law shall include such Applicable Law as from time to time in effect, including any amendment, modification, codification, replacement or reenactment thereof or any substitution therefor.h.References to any Person shall be construed to include such Personâ€™s successors and permitted assigns (subject to any restrictions on assignment, transfer or delegation set forth herein or in any of the other Transaction Documents), and any reference to a Person in a particular capacity excludes such Person in other capacities.i.The word â€œwillâ€ shall be construed to have the same meaning and effect as the word â€œshallâ€.j.The words â€œhereofâ€, â€œhereinâ€, â€œhereunderâ€ and similar terms when used in this Purchase and Sale Agreement shall refer to this Purchase and Sale Agreement as a whole and not to any particular provision hereof, and Article, Section and Exhibit references herein are references to Articles and Sections of, and Exhibits to, this Purchase and Sale Agreement unless otherwise specified.k.In the computation of a period of time from a specified date to a later specified date, the word â€œfromâ€ means from and including, and each of the words â€œtoâ€ and â€œuntilâ€ means â€œto but excludingâ€.l.Any interpretation of whether an action or consent (or refusal to act or consent) or any instruction by any Purchaser or the Seller is â€œreasonable,â€ shall take into the account the relative economic interests of the Seller, on the one hand, and the Purchaser, on the other, in the reasonably expected future amounts due, paid or payable, owed or owing, accrued or otherwise to be paid by Counterparty or any of its Affiliates under Section 2.13(a)(i)(B) of the Counterparty Agreement in respect of Net Sales of the Earn-Out Product (vorasidenib).m.Where any payment is to be made, any funds are to be applied or any calculation is to be made under this Purchase and Sale Agreement on a day that is not a Business Day, unless this Purchase and Sale Agreement otherwise provides, such payment shall be made, such funds shall be applied and such calculation shall be made on the succeeding Business Day, and payments shall be adjusted accordingly.11n.Any reference herein to a term that is defined by reference to its meaning in the Counterparty Agreement shall refer to such termâ€™s meaning in the Counterparty Agreement as in existence on the date hereof and provided to the Purchaser as set forth in Section 3.14(b) (and not to any new, substituted, amended, modified or supplemented version thereof unless the Purchaser has consented thereto in writing).ARTICLE IIPURCHASE AND SALE OF THE PURCHASED ASSETS Section 2.1 Purchase and Sale; Closing.a.Subject to the satisfaction (or waiver by the party so entitled to waive) of the conditions set forth in Article VI, the Closing shall take place remotely via the exchange of documents and signatures within [**] following FDA Approval.b.On the Closing Date, the Seller shall sell, contribute, assign, transfer, convey and grant to the Purchaser, and the Purchaser shall purchase, acquire and accept from the Seller, all of the Sellerâ€™s rights, title and interest in and to the Purchased Assets, free and clear of any and all Liens, other than those Liens created in favor of the Purchaser by Sections 2.1(f) hereof.c.The Seller and the Purchaser intend and agree that the sale, contribution, assignment, transfer, conveyance and granting of the Purchased Assets under this Purchase and Sale Agreement shall be, and are, a true, complete, absolute and irrevocable assignment and sale by the Seller to the Purchaser of the Purchased Assets and that such assignment and sale shall provide the Purchaser (or its respective permitted assigns) with the full benefits of ownership of the Purchased Assets. Neither the Seller nor the Purchaser intend the transactions contemplated hereby to be, or for any purpose characterized as, a loan from the Purchaser to the Seller or a pledge or assignment or a security agreement. The Seller waives any right to contest or otherwise assert that this Purchase and Sale Agreement does not constitute a true, complete, absolute and irrevocable sale and assignment by the Seller to the Purchaser of the Purchased Assets under Applicable Law, which waiver shall be enforceable against the Seller in any Bankruptcy Event in respect of the Seller. The sale, contribution, assignment, transfer, conveyance and granting of the Purchased Assets shall be reflected on the Sellerâ€™s financial statements and other records as a sale of assets to the Purchaser (except to the extent GAAP require otherwise with respect to the Sellerâ€™s consolidated financial statements).d.The Seller hereby authorizes the Purchaser or its designee to, from and after the Closing Date, execute, record and file, and consents to the Purchaser or its designee executing, recording and filing, at the Purchaserâ€™s sole cost and expense, financing statement, in forms to be agreed by the parties hereto, in the appropriate filing offices under the UCC (and continuation statements with respect to such financing statements or other amendments deemed necessary by the Purchaser, if and when applicable) naming the Purchaser as the â€œBuyerâ€ of the Purchased Assets and the Secured Party thereunder, and amendments thereto or assignments thereof, in such manner and in such jurisdictions as are necessary or appropriate to evidence or 12perfect the sale, contribution, assignment, transfer, conveyance and grant by the Seller to the Purchaser, and the purchase, acquisition and acceptance by the Purchaser from the Seller, of the Purchased Assets and to perfect the security interest in the Purchased Assets granted by the Seller to Purchaser pursuant to Section 2.1(f).e.The Purchaserâ€™s right, title and interest to the Purchased Assets shall commence as of the Closing Date. For the avoidance of doubt, following the Closing, payments on account of the Purchased Assets shall be owned by and payable to the Purchaser regardless of whether such payments are made by the Counterparty during the same calendar year in which the Net Sales related to such payments are generated or in any other calendar year.f.Notwithstanding that the Seller and the Purchaser expressly intend for the sale, contribution, assignment, transfer, conveyance and granting of the Purchased Assets to be a true, complete, absolute and irrevocable sale and assignment, and, conditioned only upon the occurrence of the Closing, the Seller hereby assigns, conveys, grants and pledges to the Purchaser, as security for its obligations created hereunder in the event that the transfer contemplated by this Purchase and Sale Agreement is held not to be a sale, a first priority security interest in all of the Sellerâ€™s right, title and interest in, to and under the Purchased Assets, and, in such event, this Purchase and Sale Agreement shall constitute a security agreement.Section 2.2 Purchase Price. In full consideration for the sale, contribution, assignment, transfer, conveyance and granting of the Purchased Assets, and subject to the terms and conditions set forth herein, on the Closing Date, the Purchaser shall pay (or cause to be paid) to the Seller the purchase price of $905,000,000 (the â€œPurchase Priceâ€) in immediately available funds by wire transfer to the Seller Account. Following the Closing Date, the parties hereto shall, acting reasonably, agree to an allocation of the Purchase Price among the Purchased Assets and memorialize this allocation in a separate writing. The parties hereto agree not to take any position that is inconsistent with the allocation set forth in such writing on any Tax return or in any audit or other Tax-related administrative or judicial proceeding, unless taking such a position is required by Applicable Law. Section 2.3 No Assumed Liabilities or Obligations. Notwithstanding any provision in this Purchase and Sale Agreement to the contrary, the Purchaser will purchase, acquire and accept only the Purchased Assets and is not assuming any liability or obligation of the Seller or any of the Sellerâ€™s Affiliates of whatever nature, whether presently in existence or arising or asserted hereafter (including any liability or obligation of the Seller under the Counterparty Agreement, the Sagard Agreement or otherwise). All such liabilities and obligations shall be retained by and remain liabilities and obligations of the Seller or the Sellerâ€™s Affiliates, as the case may be (the â€œExcluded Liabilities and Obligationsâ€). Section 2.4 Excluded Assets. The Purchaser does not, by purchase, acquisition or acceptance of the rights, title or interest granted hereunder or otherwise pursuant to any of the Transaction Documents, purchase, acquire or accept any assets or contract rights of the Seller under the Counterparty Agreement, other than the Purchased Assets, or any other assets of the Seller, including, for the avoidance of doubt, (a) the assets sold pursuant to the Sagard Agreement, (b) payments under Section 2.13(b) of the Counterparty Agreement, and (c) the Retained Receivables. For the avoidance of 13doubt, payments on account of the Retained Receivables shall be owned by and payable to the Seller regardless of whether such payments are made by the Counterparty during the same calendar year in which the Net Sales related to such payments are generated or in any other calendar year.Section 2.5 Receivables Reports. Effective immediately upon the sale of the Purchased Assets hereunder and payment of the Purchase Price, the Purchaser shall have the right to receive the Receivables Reports pursuant to the Counterparty Agreement in accordance with the Counterparty Consent, provided that the Seller shall also retain the right to receive the Receivables Reports directly from the Counterparty and, if requested, from the Purchaser. ARTICLE III REPRESENTATIONS AND WARRANTIES OF THE SELLERThe Seller hereby represents and warrants to the Purchaser that:Section 3.1 Organization. The Seller is a corporation duly organized, validly existing and in good standing under the laws of the State of Delaware and has all powers and authority, and all licenses, permits, franchises, authorizations, consents and approvals of all Governmental Authorities, required to own its property and conduct its business as now conducted and to exercise its rights and to perform its obligations under the Counterparty Agreement. The Seller is duly qualified to transact business and is in good standing in every jurisdiction in which such qualification or good standing is required by Applicable Law (except where the failure to be so qualified or in good standing would not be a Material Adverse Change). Neither the Purchaser nor any of its partners, members or controlling Persons is an Affiliate of the Seller or any Subsidiary of the Seller.Section 3.2 No Conflicts.a.None of the execution and delivery by the Seller of any of the Transaction Documents to which the Seller is party, the performance by the Seller of the obligations contemplated hereby or thereby or the consummation of the transactions contemplated hereby or thereby will: (i) contravene, conflict with, result in a breach, violation, cancellation, termination of or loss of benefit under, constitute a default (with or without notice or lapse of time, or both) under, require prepayment under, give any Person the right to exercise any remedy or obtain any additional rights under, or accelerate the maturity or performance of or payment under, in any respect, (A) any Applicable Law or any judgment, order, writ, decree, permit or license of any Governmental Authority, to which the Seller or any of its Subsidiaries or any of their respective assets or properties may be subject or bound, (B) any term or provision of any contract, agreement, indenture, lease, license, deed, commitment, obligation or instrument to which the Seller or any of its Subsidiaries is a party or by which the Seller or any of its Subsidiaries or any of their respective assets or properties is bound or committed (including the Counterparty Agreement, after giving effect to the Counterparty Consent) to the extent it would reasonably be expected to result in a Material Adverse Change or (C) any term or provision of any of the organizational documents of the Seller or any of its Subsidiaries; (ii) give rise to any additional right of termination, cancellation or acceleration of any right or obligation of the Seller or any of 14its Subsidiaries to the extent it would reasonably be expected to result in a Material Adverse Change; or (iii) except as provided in any of the Transaction Documents to which it is party, result in or require the creation or imposition of any Lien on the Earn-Out Product (vorasidenib), the Counterparty Agreement or the Purchased Assets.b.Except for the Lien created in favor of the Purchaser under Section 2.1(f) of this Purchase and Sale Agreement, the Seller

has not granted, nor does there exist, any Lien on or relating to the Counterparty Agreement (other than under or in respect of the Sagard Agreement and not related to Purchased Assets) or the Purchased Assets.Section 3.3 Authorization. The Seller has all powers and authority to execute and deliver, and perform its obligations under, the Transaction Documents to which it is party and to consummate the transactions contemplated hereby and thereby. The execution and delivery of each of the Transaction Documents to which the Seller is party and the performance by the Seller of its obligations hereunder and thereunder have been duly authorized by all necessary corporate action on the part of the Seller. Each of the Transaction Documents to which the Seller is party has been duly executed and delivered by an authorized officer of the Seller. Each of the Transaction Documents to which the Seller is party constitutes the legal, valid and binding obligation of the Seller, enforceable against the Seller in accordance with its respective terms, subject to applicable bankruptcy, insolvency, reorganization, moratorium or similar Applicable Laws affecting creditorsâ€™ rights generally and general equitable principles.Section 3.4 Ownership. The Seller is the exclusive owner of the entire right, title (legal and equitable) and interest in, to and under the Purchased Assets and has good, valid and marketable title thereto, free and clear of all Liens, other than Liens to be created in favor of the Purchaser under Section 2.1(f) of this Purchase and Sale Agreement. The Purchased Assets to be sold, contributed, assigned, transferred, conveyed and granted to the Purchaser have not been pledged, sold, contributed, assigned, transferred, conveyed or granted by the Seller to any other Person. The Seller has full right to sell, contribute, assign, transfer, convey and grant the Purchased Assets to the Purchaser. Upon the sale, contribution, assignment, transfer, conveyance and granting by the Seller of the Purchased Assets to the Purchaser, the Purchaser shall acquire good and marketable title to the Purchased Assets free and clear of all Liens, other than Liens created in favor of the Purchaser under Section 2.1(f) of this Purchase and Sale Agreement, and shall be the exclusive owner of the Purchased Assets. The Purchaser shall have the same rights as the Seller would have with respect to the Purchased Assets (if the Seller were still the owner of such Purchased Assets) against any other Person.Section 3.5 Governmental and Third Party Authorizations. The execution and delivery by the Seller of the Transaction Documents to which the Seller is party, the performance by the Seller of its obligations hereunder and thereunder and the consummation of any of the transactions contemplated hereunder and thereunder (including the sale, contribution, assignment, transfer, conveyance and granting of the Purchased Assets to the Purchaser) do not require any consent, approval, license, order, authorization or declaration from, notice to, action or registration by or filing with any Governmental Authority or any other Person, except for the filing of UCC financing statements, the notice to the Counterparties contained in the Counterparty Instruction and any such consent, approval, license, order, 15authorization or declaration, notice, action or registration the failure of which to obtain would not reasonably be expected to result in a Material Adverse Change.Section 3.6 No Litigation. There is no (a) action, suit, arbitration proceeding, claim, demand, citation, summons, subpoena, investigation or other proceeding (whether civil, criminal, administrative, regulatory, investigative or informal) pending or, to the Knowledge of the Seller, threatened against the Seller or any of its Subsidiaries, relating to the Counterparty, the Earn-Out Product (vorasidenib) or the Purchased Assets, at law or in equity, or (b) inquiry or investigation (whether civil, criminal, administrative, regulatory, investigative or informal) by or before a Governmental Authority pending or, to the Knowledge of the Seller, threatened against the Seller or any of its Subsidiaries relating to the Counterparty or the Counterparty Agreement as they relate to the Earn-Out Product (vorasidenib) or otherwise as to the Earn-Out Product (vorasidenib) or the Purchased Assets, that, in each case, (i) if adversely determined, could reasonably be expected to result in a Material Adverse Change, or (ii)Â challenges or seeks to prevent or delay the consummation of any of the transactions contemplated by any of the Transaction Documents to which the Seller is party. To the Knowledge of the Seller, no event has occurred or circumstance exists that may give rise to or serve as a basis for the commencement of any such action, suit, arbitration, claim, investigation, proceeding or inquiry.Section 3.7 Solvency. The Seller has determined that, and by virtue of its entering into the transactions contemplated by the Transaction Documents to which the Seller is party and its authorization, execution and delivery of the Transaction Documents to which the Seller is party, the Sellerâ€™s incurrence of any liability hereunder or thereunder or contemplated hereby or thereby is in its own best interests. Upon consummation of the transactions contemplated by the Transaction Documents and the application of the proceeds therefrom, (a) the fair saleable value of the Sellerâ€™s assets will be greater than the sum of its debts, liabilities and other obligations, including contingent liabilities, (b) the present fair saleable value of the Sellerâ€™s assets will be greater than the amount that would be required to pay its probable liabilities on its existing debts, liabilities and other obligations, including contingent liabilities, as they become absolute and matured, (c) the Seller will be able to realize upon its assets and pay its debts, liabilities and other obligations, including contingent obligations, as they mature, (d) the Seller will not be rendered insolvent, will not have unreasonably small capital with which to engage in its business and will not be unable to pay its debts as they mature, (e) the Seller has not incurred, will not incur and does not have any present plans or intentions to incur debts or other obligations or liabilities beyond its ability to pay such debts or other obligations or liabilities as they become absolute and matured, (f) the Seller will not have become subject to any Bankruptcy Event and (g) the Seller will not have been rendered insolvent within the meaning of Section 101(32) of Title 11 of the United States Code. No step has been taken or is intended by the Seller or, so far as it is aware, any other Person to make the Seller subject to a Bankruptcy Event.Section 3.8 Tax Matters. No deduction or withholding for or on account of any Tax has been made, or was required under Applicable Law to be made, from any payment to the Seller under the Counterparty Agreement with respect to the Purchased Assets. Seller has received no notice from any Counterparty of any intention to deduct or withhold any tax from any future payments to the Seller with respect to the Counterparty Agreement with respect to the Purchased Assets. The Seller has filed (or caused to be filed) all income and other material tax returns and reports required by Applicable Law to 16have been filed by it with respect to the Purchased Assets, and all such tax returns were true, correct and complete in all material respects, and the Seller has paid (or caused to be paid) all taxes required to be paid by it with respect to the Purchased Assets. There are no existing Liens for Taxes on the Purchased Assets (or any portion thereof) other than Liens for Taxes not yet due and payable. Section 3.9 No Brokersâ€™ Fees. The Seller has not taken any action that would entitle any person or entity to any commission or brokerâ€™s fee in connection with the transactions contemplated by this Purchase and Sale Agreement, except for [**], which are the sole responsibility of the Seller.Section 3.10 [Reserved].Section 3.11 Compliance with Laws. None of the Seller or any of its Subsidiaries (a) has violated or is in violation of, or, to the Knowledge of the Seller, is under investigation with respect to or has been threatened to be charged with or been given notice of any violation of, any Applicable Law or any judgment, order, writ, decree, injunction, stipulation, consent order, permit or license granted, issued or entered by any Governmental Authority or (b) is subject to any judgment, order, writ, decree, injunction, stipulation, consent order, permit or license granted, issued or entered by any Governmental Authority, in each case, that would be a Material Adverse Change. Each of the Seller and any Affiliate of the Seller is in compliance with the requirements of all Applicable Laws, a breach of any of which would be a Material Adverse Change. Section 3.12 Earn-Out Product (vorasidenib).a.There is no injunction, claim, suit, action, citation, summons, subpoena, hearing, inquiry, investigation, complaint, arbitration, mediation, demand, decree or other dispute, disagreement, proceeding or claim by or with any Person against the Seller involving the Earn-Out Product (vorasidenib) that, if adversely determined, would reasonably be expected to result in a Material Adverse Change.b.To the Knowledge of the Seller, there is no pending or threatened (in writing), and no event has occurred or circumstance exists that (with or without notice or lapse of time, or both) could reasonably be expected to give rise to or serve as a basis for any, action, suit or proceeding, or any investigation or claim by any Person to which the Seller or, to the Knowledge of the Seller, to which Counterparty, any Affiliate of Counterparty or any Sublicensee is or could be a party, and the Seller has not received any written notice of the foregoing, that claims that the manufacture, use, marketing, sale, offer for sale, importation or distribution of the Earn-Out Product (vorasidenib) by Counterparty, any Affiliate of Counterparty or any Sublicensees does or could infringe on any patent or other intellectual property rights of any other Person or constitute misappropriation of any other Personâ€™s trade secrets or other intellectual property rights. To the Knowledge of the Seller, there are no pending patent applications owned by any third party that, if issued, would limit or prohibit, in any material respect, the manufacture, use or sale of the Earn-Out Product by Counterparty, any Affiliate of Counterparty or any Sublicensees. To the Knowledge of the Seller, Counterparty is the sole and exclusive owner, or exclusive licensee, of all intellectual property rights underlying the Earn-Out Product (vorasidenib). The Seller has not received any notice of any, and to the 17Knowledge of the Seller, there is no, infringement of any of the intellectual property rights underlying the Earn-Out Product (vorasidenib). Section 3.13 Regulatory Matters.a.All applications, submissions, information and data related to the Earn-Out Product (vorasidenib) submitted or utilized as the basis for any request to any Regulatory Agency by or on behalf of the Seller prior to the Sale Date were true and correct in all material respects as of the date of such submission or request, and, to the Knowledge of the Seller, any material updates, changes, corrections or modifications to such applications, submissions, information or data required to have been made under applicable laws or regulations have been submitted to the necessary Regulatory Agencies. b.Neither the Seller, nor, to the Knowledge of the Seller, the Counterparty or any of its or their officers, employees, contractors or agents, is the subject of any pending or, to the Knowledge of the Seller, threatened investigation by the FDA or any other Regulatory Agency with regard to the Earn-Out Product (vorasidnib) that would reasonably be expected to result in a Material Adverse Change.c.None of the Seller, any of its Subsidiaries and, to the Knowledge of the Seller, any third party manufacturer for the Earn-Out Product (vorasidenib), has received from the FDA a â€œWarning Letterâ€, Form FDA-483, â€œUntitled Letterâ€, or similar material written correspondence or notice alleging violations of applicable laws and regulations enforced by the FDA, or any comparable material written correspondence from any other Regulatory Agency with regard to the Earn-Out Product (vorasidenib) or the manufacture, processing, packaging or holding thereof, the subject of which communication is unresolved and if determined adversely would, individually or in the aggregate, reasonably be expected to result in a Material Adverse Change.d.Neither the Seller nor any of its officers, employees, contractors or agents made an untrue statement of material fact on, or material omissions from, any notifications, applications, approvals, reports and other submissions to the FDA or any similar Regulatory Agency with respect to the Earn-Out Product (vorasidenib).e.Prior to entering into the Counterparty Agreement, the Seller was in compliance with all applicable laws administered or issued by the FDA or any similar Regulatory Agency, including the FD&C Act, applicable requirements in FDA regulations, and any orders issued by the FDA or similar Regulatory Agencies, and all other laws regarding ownership, developing, testing, manufacturing, packaging, storage, import, export, disposal, marketing, distributing, promoting, and complaint handling or adverse event reporting for the Earn-Out Product (vorasidenib), except to the extent that such failure to comply with such applicable laws would not be a Material Adverse Change. 18Section 3.14 Counterparty Agreement. a.Other than the Transaction Documents, the Counterparty Agreement, the Upstream License Agreement, and the Sagard Agreement, there is no contract, agreement or other arrangement (whether written or oral) to which the Seller or any of its Subsidiaries is a party or by which any of their respective assets or properties is bound or committed (i) that creates a Lien on, affects or otherwise relates to the Purchased Assets, the Earn-Out Product (vorasidenib) or the Counterparty Agreement, or (ii) for which breach, nonperformance, cancellation or failure to renew would be a Material Adverse Change.b.Attached as Exhibit D hereto is a true, correct and complete copy of the Counterparty Agreement in effect on the Effective Date. The Seller has provided to the Purchaser true, correct and complete copies of (i) any confidentiality agreement between Seller and Counterparty relating thereto that is currently in effect (excluding any such agreement entered into solely for the purpose of Counterparty considering a purchase of the Vorasidenib Receivables), and (ii) all material notices and material correspondences delivered to, or by, the Seller pursuant to the Counterparty Agreement relating to the Purchased Assets or the Earn-Out Product (vorasidenib) since the Sale Date.c.The Counterparty Agreement is in full force and effect and is the legal, valid and binding obligation of the Seller and Counterparty, enforceable against the Seller and Counterparty in accordance with its terms, subject, as to enforcement of remedies, to bankruptcy, insolvency, reorganization, moratorium or similar Applicable Laws affecting creditorsâ€™ rights generally and general equitable principles. The execution and delivery of, and performance of obligations under, the Counterparty Agreement were and are within the powers of the Seller and, to the Knowledge of the Seller, Counterparty. The Counterparty Agreement was duly authorized by all necessary action on the part of, and validly executed and delivered by, the Seller and to the Knowledge of the Seller, Counterparty. The Seller is not in breach or violation of or in default under the Counterparty Agreement. There is to Sellerâ€™s Knowledge no event or circumstance that, upon notice or the passage of time, or both, would constitute or give rise to any breach or default in the performance of the Counterparty Agreement by the Seller or Counterparty.d.The Seller has not waived any rights or defaults under the Counterparty Agreement or released Counterparty, in whole or in part, from any of its obligations under the Counterparty Agreement. There are no oral waivers or modifications (or pending requests therefor) in respect of the Counterparty Agreement. Neither the Seller nor Counterparty has agreed to amend or waive any provision of the Counterparty Agreement, other than the Counterparty Consent.e.To the Knowledge of the Seller, no event has occurred that would give the Seller or Counterparty the right to terminate the Counterparty Agreement or allow Counterparty to cease paying Vorasidenib Receivables thereunder or reduce any such payments other than in connection with Permitted Deductions. The Seller has not received any notice of an intention by Counterparty to terminate or breach the Counterparty Agreement, in whole or in part, or challenging the validity or enforceability of the Counterparty Agreement or the obligation to pay the Vorasidenib Receivables under the Counterparty Agreement, or alleging that the Seller or 19Counterparty is in default of its obligations under the Counterparty Agreement. To the Knowledge of the Seller, there has been no default, violation or breach by Counterparty under the Counterparty Agreement that would reasonably be expected to result in a Material Adverse Change. The Seller has no intention of terminating the Counterparty Agreement and has not given Counterparty any notice of termination of the Counterparty Agreement, in whole or in part.f.The amount of the Vorasidenib Receivables paid under the Counterparty Agreement has not been and, to the Knowledge of the Seller, the amount of the Vorasidenib Receivables due and payable under the Counterparty Agreement is not, as of the date hereof, subject to any claim against the Seller pursuant to any Receivables Reduction. To the Knowledge of the Seller, no event or condition currently exists that, upon notice, passage of time or otherwise, would permit Counterparty to make, or have the right to make, any Receivables Reduction against the Vorasidenib Receivables. The Seller is not a party to any agreement (other than the Counterparty Agreement) providing for a sharing of, or providing for or permitting any Receivables Reduction against the Vorasidenib Receivables payable under the Counterparty Agreement to the Seller. Counterparty has no express right of set-off under any contract or other agreement against the Vorasidenib Receivables or any other amounts payable to the Seller under the Counterparty Agreement, other than rights of set-off expressly set forth in the Counterparty Agreement. g.Seller has not consented to an assignment by Counterparty of any of Counterpartyâ€™s rights or obligations under the Counterparty Agreement, and the Seller does not have Knowledge of any such assignment by Counterparty. Other than the Liens created in favor of the Purchaser set forth in Section 2.1(f) of this Purchase and Sale Agreement, or under or in respect of the Sagard Agreement (but not as to any Purchased Assets), the Seller has not assigned, in whole or in part, and has not granted, incurred or suffered to exist any Lien on the Counterparty Agreement or the Purchased Assets.h.None of the Seller, Counterparty or any other Person has made any claim of indemnification under the Counterparty Agreement in respect of the Purchased Assets.i.The Seller has not exercised its rights to conduct an audit under Section 2.13(e) of the Counterparty Agreement as to the Purchased Assets.j.To the Knowledge of the Seller, Counterparty has not granted any sublicenses relating to the Earn-Out Product (vorasidenib).k.To the Knowledge of the Seller, none of Counterparty nor any of its Affiliates has entered into any Earn-Out Product Transaction.l.To the Knowledge of the Seller, there has been no actual or alleged Specified Indemnity Claim and there exist no facts or circumstances that would reasonably be expected to result in a Specified Indemnity Claim. m.Counterparty has no grounds to reduce, take an offset against, or otherwise withhold payment of the Vorasidenib Receivables, whether pursuant to Section 2.13(a)(ii) of the 20Counterparty Agreement, Section 2.13(j) of the Counterparty Agreement or otherwise, other than deductions set forth in clause (i) of the definition of â€œPermitted Deductionsâ€.n.To the Knowledge of the Seller, there are no Third Party License Payments that are required to be made to any third party with respect to the Earn-Out Product (vorasidenib); provided that, for avoidance of doubt, this representation does not include payments under the Upstream License Agreement, which are not, pursuant to the Counterparty Agreement, Third Party License Payments.o.The Seller has not received any written notice advising the Seller that the obligation of Counterparty to pay Vorasidenib Receivables will end before the expiration of the last to expire Applicable Patent Rights relating to the Earn-Out Product (vorasidenib).Section 3.15 Intellectual Property.a.Schedule 3.15(a) of the Disclosure Schedule lists all Applicable Patent Rights. To the Knowledge of the Seller, Servier is the exclusive owner of the Applicable Patent Rights. b.To the Knowledge of the Seller, there are no pending or threatened litigations, interferences, reexamination, oppositions, inter-partes review, post-grant review, derivation proceedings, or like procedures involving any Applicable Patent Rights.c.To the Knowledge of the Seller, all of the Applicable Patent Rights are in full force and effect and have not lapsed, expired or otherwise terminated. To the Knowledge of the Seller, each issued claim within the Applicable Patent Rights is valid and enforceable. The Seller has not received any written notice relating to the lapse, expiration or other termination of any of the issued Applicable Patent Rights, or any written legal opinion that alleges that any issued claim of the Applicable Patent Rights is invalid or unenforceable.d.There is no Person who is, or who prior to the Sale Date claimed to be, and, to the Knowledge of the Seller, there is no person who on or after the Sale Date has claimed to be, an inventor under any of the Applicable Patent Rights who is not a named inventor thereof.e.Seller has not, and, to the Knowledge of the Seller, Counterparty has not, received any written notice of any claim by any Person challenging inventorship or ownership of, the rights of the Seller (prior to the Sale Date) or rights of Counterparty (on or after the

Sale Date), as applicable, in and to, or the patentability, validity or enforceability of, any issued claim of the Applicable Patent Rights, or asserting that the development, manufacture, importation, sale, offer for sale or use of the Earn-Out Product (vorasidenib) infringes or would reasonably be expected to infringe any patent or other intellectual property rights of such Person.f.To the Knowledge of the Seller, the discovery, development and commercialization of the Earn-Out Product (vorasidenib) did not and has not infringed, violated or misused any patent or other intellectual property rights owned by any third party. 21g.To the Knowledge of the Seller, the manufacture, use, marketing, sale, offer for sale, importation or distribution of the Earn-Out Product (vorasidenib) will not infringe, misappropriate or otherwise violate any patent rights or other intellectual property rights owned by any other Person.h.To the Knowledge of the Seller, there has been no infringement of the Applicable Patent Rights by any third party.i.To the Knowledge of the Seller as of the Sale Date, all required maintenance fees, annuities and like payments with respect to the Applicable Patent Rights had been timely paid.Section 3.16 UCC Matters. The Sellerâ€™s exact legal name is, and for the preceding 10 years has been, â€œAgios Pharmaceuticals, Inc.â€ The Sellerâ€™s principal place of business is, and for the preceding 10 years has been, located in Cambridge, Massachusetts. The Sellerâ€™s jurisdiction of organization is, and for the preceding 10 years has been, the State of Delaware. The Sellerâ€™s organizational identification number (within the meaning of Section 9-516(b)(5)(C)(iii) of the UCC) is 4403099.ARTICLE IVREPRESENTATIONS AND WARRANTIES OF THE PURCHASERThe Purchaser hereby represents and warrants to the as follows:Section 4.1 Organization. The Purchaser is duly formed or organized and, to the extent such concepts exist in its jurisdiction of organization, validly existing and in good standing under the laws of its jurisdiction of organization and has all powers and authority, and all licenses, permits, franchises, authorizations, consents and approvals of all Governmental Authorities, required to own its property and conduct its business as now conducted.Section 4.2 No Conflicts. None of the execution and delivery by the Purchaser of any of the Transaction Documents to which the Purchaser is party, the performance by the Purchaser of the obligations contemplated hereby or thereby or the consummation of the transactions contemplated hereby or thereby will contravene, conflict with, result in a breach, violation, cancellation or termination of, constitute a default (with or without notice or lapse of time, or both) under, require prepayment under, give any Person the right to exercise any remedy or obtain any additional rights under, or accelerate the maturity or performance of or payment under, in any respect, (i) any Applicable Law or any judgment, order, writ, decree, permit or license of any Governmental Authority to which the Purchaser or any of its assets or properties may be subject or bound, (ii) any term or provision of any contract, agreement, indenture, lease, license, deed, commitment, obligation or instrument to which the Purchaser is a party or by which the Purchaser or any of its assets or properties is bound or committed or (iii) any term or provision of any of the organizational documents of the Purchaser.Section 4.3 Authorization. The Purchaser has all necessary powers and authority to execute and deliver, and perform its obligations under, the Transaction Documents to which it is party and to consummate the transactions contemplated hereby and thereby. The execution and delivery of each of 22the Transaction Documents to which the Purchaser is a party and the performance by the Purchaser of its obligations hereunder and thereunder have been duly authorized by the Purchaser. Each of the Transaction Documents to which the Purchaser is party has been duly executed and delivered by the Purchaser. Each of the Transaction Documents to which the Purchaser is party constitutes the legal, valid and binding obligation of the Purchaser, enforceable against the Purchaser in accordance with its respective terms, subject to applicable bankruptcy, insolvency, reorganization, moratorium or similar Applicable Laws affecting creditorsâ€™ rights generally and general equitable principles.Section 4.4 Governmental and Third Party Authorizations. The execution and delivery by the Purchaser of the Transaction Documents to which the Purchaser is party, the performance by the Purchaser of its obligations hereunder and thereunder and the consummation of any of the transactions contemplated hereunder and thereunder by the Purchaser does not require any consent, approval, license, order, authorization or declaration from, notice to, action or registration by or filing with any Governmental Authority or any other Person, except as described in Section 3.5.Section 4.5 No Financing. The Purchaser will have sufficient cash on hand or other sources of immediately available funds to pay the Purchase Price on the Closing Date. The Purchaser acknowledges that its obligations under this Purchase and Sale Agreement are not contingent on obtaining financing.Section 4.6 No Litigation. There is no (a) action, suit, arbitration proceeding, claim, demand, citation, summons, subpoena, investigation or other proceeding (whether civil, criminal, administrative, regulatory, investigative or informal) pending or, to the knowledge of the Purchaser, threatened by or against the Purchaser, at law or in equity, or (b) inquiry or investigation (whether civil, criminal, administrative, regulatory, investigative or informal) by or before a Governmental Authority pending or, to the knowledge of the Purchaser, threatened against the Purchaser, that, in each case, challenges or seeks to prevent or delay the consummation of any of the transactions contemplated by any of the Transaction Documents to which the Purchaser is party.ARTICLE VCOVENANTSThe parties hereto covenant and agree as follows:Section 5.1 Books and Records; Notices.a.From and after the Effective Date, promptly (but in no event more than [**]) after receipt by the Seller of written notice of, or related to, any action, suit, claim, demand, dispute, investigation, arbitration or other proceeding (commenced or threatened in writing) relating to (i) any Transaction Document or the Counterparty Agreement or the transactions contemplated hereunder or thereunder, (ii) the Purchased Assets or (iii) any default or termination by Counterparty under the Counterparty Agreement, the Seller shall (x) inform the Purchaser in writing of the receipt of such notice and the substance thereof and (y) if such notice is in writing, furnish the Purchaser with a copy of such notice and any related materials with respect thereto.23b.Each of the Seller and the Purchaser shall keep and maintain, or cause to be kept and maintained, at all times full and accurate books and records adequate to reflect accurately all financial information it has received from Counterparty related to the Purchased Assets, and all amounts paid or received under the Counterparty Agreement related to the Purchased Assets. Notwithstanding the foregoing or anything in the Transaction Documents to the contrary, Seller shall have no obligation to keep or maintain information it or Counterparty delivers to the Purchaser, except as required under Applicable Law, and Purchaser shall have no obligation to keep or maintain information it or Counterparty delivers to the Seller, except as required under Applicable Law. For avoidance of doubt, Purchaser shall have no rights hereunder in respect of, and Seller shall have no obligations hereunder in respect of, assets purchased under the Sagard Agreement.c.From and after the Effective Date, promptly (but in no event more than [**]) following receipt by the Seller from Counterparty, any of its Affiliates or any Sublicensees of any material communication, whether in the form of a written notice, certificate, offer, proposal, material correspondence or report, in each case relating to or affecting the Purchased Assets, the Seller shall (i)Â inform the Purchaser in writing of such receipt and (ii) furnish the Purchaser with a copy of such notice, certificate, offer, proposal, correspondence, report or other communication. [**]. The Seller shall promptly furnish to the Purchaser a copy of any material communication relating to or affecting the Purchased Assets sent by the Seller to Counterparty, any of its Affiliates or any Sublicensees.d.From and after the Effective Date, the Seller shall provide the Purchaser with written notice as promptly as practicable (and in any event within [**]) after obtaining Knowledge of any of the following: (i) the occurrence of a Bankruptcy Event in respect of the Seller; (ii) any material breach or default by the Seller or Counterparty of or under any covenant, agreement or other provision of any Transaction Document to which it is party; (iii) any representation or warranty made by the Seller in any of the Transaction Documents or in any certificate delivered to the Purchaser pursuant to this Purchase and Sale Agreement shall prove to be untrue, inaccurate or incomplete in any material respect on the date as of which made; (iv) any change, effect, event, occurrence, state of facts, development or condition that would reasonably likely to result in a Material Adverse Change, (v) any allegation or claim by a third party that the making, having made, using, importing, offering for sale or selling of any Earn-Out Product (vorasidenib) infringes any intellectual property rights of such third party; or (vi) any third party making, having made, using, importing, offering for sale or selling of any product in a manner that infringes any intellectual property rights underlying the Earn-Out Product (vorasidenib).e.The Seller shall notify the Purchaser in writing not less than [**] prior to any change in, or amendment or alteration of, the Sellerâ€™s (i) legal name, (ii) form or type of organizational structure, (iii) jurisdiction of organization or (iv) organizational identification number (within the meaning of Section 9-516(b)(5)(C)(iii) of the UCC).f.From and after the Effective Date, subject to applicable confidential restrictions (including Section 5.10) and Applicable Laws relating to securities matters, the Seller 24shall make available such other information within Sellerâ€™s Knowledge as the Purchaser may, from time to time, reasonably request with respect to (i) the Purchased Assets, (ii) the Counterparty Agreement as to any matter related to the Purchased Assets, (iii) the Vorasidenib Receivables, and (iv) the Earn-Out Product (vorasidenib).Section 5.2 Public Announcement. Except for a press release previously approved in form and substance by the Seller and the Purchaser or any other public announcement using substantially the same text as such press release or other public disclosure permitted hereunder, neither the Purchaser nor the Seller shall, and each party hereto shall cause its respective Affiliates not to, issue a press release or other public announcement or otherwise make any public disclosure with respect to the Transaction Documents, or the subject matter or any terms hereof or thereof (including the identity of any of the parties hereto), without the prior written consent of the other parties hereto (which consent shall not be unreasonably withheld or delayed), except as may be required by applicable law or stock exchange rule (in which case the party hereto required to make the press release or other public announcement or disclosure shall allow the other parties hereto reasonable time to comment on, and, if applicable, reasonably direct the disclosing party to seek confidential treatment in respect of portions of, such press release or other public announcement or disclosure in advance of such issuance).Section 5.3 Efforts; Further Assurances.a.Subject to the terms and conditions of this Purchase and Sale Agreement, from and after the Effective Date, each of the Seller and the Purchaser shall use its reasonable best efforts to take, or cause to be taken, all actions and to do, or cause to be done, all things necessary under Applicable Laws to consummate the transactions contemplated by the Transaction Documents to which the Seller or the Purchaser, as applicable, is party, including to perfect the sale, contribution, assignment, transfer, conveyance and granting of the Purchased Assets to the Purchaser pursuant to this Purchase and Sale Agreement. Following the Effective Date, the Purchaser and the Seller agree to take, or cause to be taken, all actions and to do, or cause to be done, all things necessary under Applicable Laws to (i) execute and deliver such other documents, certificates, instruments, agreements and other writings and to take such other actions as may be necessary or desirable, or reasonably requested by the other party hereto, in order to consummate or implement expeditiously the transactions contemplated by any Transaction Document to which the Seller or the Purchaser, as applicable, is party, (ii) perfect, protect, more fully evidence, vest and maintain in the Purchaserâ€™s good, valid and marketable rights and interests in and to the Purchased Assets on and after the Closing Date free and clear of all Liens (other than those Liens created in favor of the Purchaser pursuant to Section 2.1(f) hereof), (iii) create, evidence and perfect the Purchaserâ€™s first priority back-up security interests granted pursuant to Sections 2.1(f), and (iv) enable the Purchaser to exercise or enforce the Purchaserâ€™s rights under any Transaction Document to which the Seller or the Purchaser as applicable, is party, including following the Effective Date.b.From and after the Effective Date, the Seller and the Purchaser shall cooperate and provide assistance as reasonably requested by any other party hereto, at the expense of such other party hereto (except as otherwise set forth herein), in connection with any litigation, arbitration, investigation or other proceeding (whether threatened, existing, initiated or 25contemplated prior to, on or after the date hereof) to which the other party hereto, any of its Affiliates or controlling persons or any of their respective officers, directors, equityholders, controlling persons, managers, agents or employees is or may become a party or is or may become otherwise directly or indirectly affected or as to which any such Persons have a direct or indirect interest, in each case relating to any Transaction Documents, the Purchased Assets or the transactions described herein or therein but in all cases excluding any litigation brought by the Seller (for itself or on behalf of any of its Affiliates and any and all of their respective partners, directors, managers, members, officers, employees, agents and controlling Persons) against the Purchaser or brought by the Purchaser (for itself or on behalf of its Affiliates and any and all of their respective partners, directors, managers, members, officers, employees, agents and controlling Persons) against the Seller. c.Without limiting any other obligation of the Seller under this Purchase and Sale Agreement, from and after the Effective Date, the Seller shall comply with all Applicable Laws with respect to the Transaction Documents to which it is a party and the Counterparty Agreement, the violation of which would reasonably be expected to result in a Material Adverse Change.d.From and after the Effective Date, the Seller shall not enter into any contract, agreement or other legally binding arrangement (whether written or oral), or grant any right to any other Person, in any case that would (i) reasonably be expected to result in a Material Adverse Change or (ii) reasonably be expected to conflict with the Transaction Documents or serve or operate to limit, circumscribe or alter the Purchaserâ€™s rights under the Transaction Documents (or the Purchaserâ€™s ability to exercise any such rights) or result in a default of Sellerâ€™s obligations under the Transaction Documents or the Counterparty Agreement; provided, that the Sellerâ€™s relationship with Counterparty in respect of the subject matter of this Section 5.3(d) shall be governed by Section 5.5.Section 5.4 Payments on Account of the Purchased Assets and Payments Generally.a.Notwithstanding the terms of the Counterparty Instruction, if Counterparty, any Sublicensee or any other Person makes any future payment in respect of the Purchased Assets to the Seller (or any of its Affiliates), then (i) the portion of such payment that represents Vorasidenib Receivables shall be held by the Seller (or such Affiliate) in trust for the benefit of the Purchaser in a segregated account, (ii) the Seller (or such Affiliate) shall have no right, title or interest whatsoever in such portion of such payment and shall not create or suffer to exist any Lien thereon (other than Liens granted in favor of the Purchaser by Section 2.1(f)), and (iii) the Seller (or such Affiliate) promptly, and in any event no later than [**] following the receipt by the Seller (or such Affiliate) of such portion of such payment, shall remit such portion of such payment to the Deposit Account pursuant to Section 5.4(b) in the exact form received with all necessary endorsements. Notwithstanding the terms of the Counterparty Instruction, if Counterparty, any Sublicensee or any other Person makes any future payment in respect of the Retained Receivables to the Purchaser (or any of its Affiliates), including in the event that the Applicable Percentage is reduced to 80.0% for the balance of Net Sales occurring during a particular calendar year because the Purchaser has actually received $150 million in Vorasidenib 26Receivables in respect of Net Sales of the Earn-Out Product (vorasidenib) occurring during such calendar year, then (i) the portion of such payment that represents Retained Receivables shall be held by the Purchaser (or such Affiliate) in trust for the benefit of the Seller in a segregated account (provided that the Deposit Account shall constitute a segregated account for this purpose if the Deposit Account only contains payments from the Counterparty), (ii) the Purchaser (or such Affiliate) shall have no right, title or interest whatsoever in such portion of such payment and shall not create or suffer to exist any Lien thereon, and (iii) the Purchaser (or such Affiliate) promptly, and in any event no later than [**] following the receipt by the Purchaser (or such Affiliate) of such portion of such payment, shall remit such portion of such payment to the Seller Account in the exact form received with all necessary endorsements.b.The Seller shall make all payments required to be made by it to the Purchaser pursuant to this Purchase and Sale Agreement (including (i) any payment of Vorasidenib Receivables, (ii) any payment by the Seller pursuant to Section 5.4(d); (iii) any payment by the Seller of amounts pursuant to Section 5.6, (iv) any payment of amounts to gross up Seller for any Specified Tax Withholding pursuant to Section 5.7, and (v) any payment paid to the Purchaser pursuant to Section 7.1) by wire transfer of immediately available funds, without set-off, off-set, deduction or withholding for or on account of any Taxes (subject to Section 5.7(b)) (provided that the Purchaser has delivered to the Seller a properly executed IRS Form W-8BEN-E, or other applicable IRS withholding form, establishing entitlement to an exemption from withholding under a United States income Tax treaty), to the Deposit Account as set forth on Schedule 1.2 (or to such other account as the Purchaser shall notify the Seller in writing from time to time). c.The Purchaser shall make all payments required to be made by it to the Seller pursuant to this Purchase and Sale Agreement by wire transfer of immediately available funds, without set-off, off-set, deduction or withholding for or on account of any Taxes (except as otherwise provided in Section 5.7) (provided that the Seller has delivered to the Purchaser a properly executed IRS Form W-9 or other appropriate form in order to avoid Tax withholding), to the Seller Account.d.If Counterparty, any Affiliate of Counterparty or any Sublicensee takes any Receivables Reduction against Vorasidenib Receivables (other than for Permitted Deductions or for any prior over-payment of Vorasidenib Receivables actually made to the Purchaser or as a result of a Credit Event), then the Seller shall cause the amount of such Receivables Reduction (or portion thereof, as the case may be) to be paid promptly (but in no event later than [**] following such Receivables Reduction) to the Deposit Account. For the avoidance of doubt, nothing herein or in any other Transaction Document shall provide recourse by the Purchaser to the Seller as a result of any failure by a Counterparty to generate Net Sales unless such failure results from the breach by the Seller of a representation, warranty, or covenant hereunder, and no such failure by a Counterparty to generate Net Sales shall be deemed a Receivables Reduction hereunder.27e.Unless and until this Purchase and Sale Agreement is terminated pursuant to Section 8.1, the Seller shall not amend, modify, supplement, restate, waive or change the Counterparty Instruction except as provided in Section 5.11.f.Following receipt by the Purchaser of a Receivables Report reporting over $1 billion in aggregate Net Sales of the Earn-Out Product (vorasidenib) for a particular calendar year, the Purchaser shall thereafter promptly (and in no event later than [**]) after receipt by the Purchaser of an aggregate of $150 million in Vorasidenib Receivables in respect of such Net Sales occurring during such calendar year provide written notice to the Seller that the Applicable Percentage shall decrease for Net Sales of the Earn-Out Product (vorasidenib) occurring during the remainder of such calendar year in accordance with the terms of this Agreement.Section 5.5 Counterparty Agreement. a.From and after the Effective Date, the Seller shall perform and comply in all material respects with its duties and obligations under the Counterparty Agreement related to or affecting the Purchased Assets and shall otherwise act as reasonably instructed from time to time by the Purchaser under the Counterparty Agreement in respect of the Purchased Assets. From and after the Effective Date, the Seller (i)Â shall not forgive, release or compromise any amount owed to or becoming owing to it under the Counterparty Agreement related to the Purchased Assets, (ii) shall not

assign, cancel or terminate (or consent to any cancellation or termination of) the Counterparty Agreement, or amend, modify, supplement, restate or waive any provision of the Counterparty Agreement related to the Purchased Assets, (iii) shall not enter into any new agreement or legally binding arrangement in respect of the Purchased Assets, (iv) shall not waive any obligation of, or grant any consent to, Counterparty under or in respect of the Purchased Assets and (v) shall not agree to do any of the foregoing, except, in each case, as reasonably instructed by the Purchaser. The Seller shall promptly (and in any case within [**] of receipt thereof) deliver to the Purchaser copies of all fully-executed or definitive writings related to the matters set forth in clauses (i), (ii), (iii), (iv) or (v).b.From and after the Effective Date, the Seller shall not, except as reasonably instructed by the Purchaser (and at the Purchaserâ€™s sole cost and expense), grant or withhold any consent, exercise or waive any right or option, and shall not, in contravention of any instruction by the Purchaser, fail to exercise any right or option or exercise or fail to exercise any action in or under the Counterparty Agreement affecting or relating to the Purchased Assets; provided that the Purchaser shall not issue any instruction to Seller or exercise any action that would be reasonably likely to reduce the Vorasidenib Receivables.c.If (i) the Seller receives a written notice from Counterparty (A) terminating the Counterparty Agreement (in whole or in part) or any of its obligations thereunder, (B) alleging any breach of or default under the Counterparty Agreement by the Seller, (C) asserting the existence of any facts, circumstances or events that, alone or together with other facts, circumstances or events, would reasonably be expected (with or without the giving of notice or passage of time, or both) to give rise to a breach of or default under the Counterparty Agreement by the Seller or the right to terminate the Counterparty Agreement (in 28whole or in part) or any of its obligations thereunder by Counterparty, (D) that would otherwise reasonably be expected to result in a Material Adverse Change or (E) any other material correspondence relating to the foregoing, or (ii) the Seller otherwise obtains Knowledge of any fact, circumstance or event that, alone or together with other facts, circumstances or events, would reasonably be expected (with or without the giving of notice or passage of time, or both) to give rise to a breach of or default under the Counterparty Agreement by the Seller or give rise to the right of Counterparty to terminate the Counterparty Agreement (in whole or in part) or any of its obligation thereunder by Counterparty or would otherwise reasonably be expected to result in a Material Adverse Change, in each case, the Seller shall (A) promptly (and in any event within [**]) give a written notice to the Purchaser describing the material details thereof, including a copy of any written notice received from Counterparty, and, in the case of any such breach or default or alleged breach or default by the Seller, describing in reasonable detail any corrective action the Seller proposes to take, and (B) in the case of any breach or default or alleged breach or default by the Seller, use its commercially reasonable efforts to promptly cure such breach or default.d.If Seller obtains Knowledge of a breach of or default under, or an alleged breach of or default under, the Counterparty Agreement by Counterparty or of the existence of any facts, circumstances or events that, alone or together with other facts, circumstances or events, would reasonably be expected (with or without the giving of notice or passage of time, or both) to give rise to (x) a breach of or default under the Counterparty Agreement by Counterparty relating to or affecting the Purchased Assets or (y) the right to terminate the Counterparty Agreement (in whole or in part) by the Seller, in each case, the Seller shall (i) promptly (but in any event within [**]) give a written notice to the Purchaser and provide the Purchaser with a written summary of all material details thereof, and (ii) at the sole cost and expense of the Purchaser, act in accordance with the Purchaserâ€™s reasonable instructions to take such permissible actions (including commencing legal action against Counterparty and the selection of legal counsel reasonably satisfactory to the Purchaser) to enforce compliance by Counterparty with the relevant provisions of the Counterparty Agreement and to exercise any or all of the Purchaserâ€™s or the Sellerâ€™s rights and remedies, whether under the Counterparty Agreement or by operation of law, with respect thereto, provided that the reasonableness of any such instruction shall take into account the rights of the Seller to the Retained Receivables. The proceeds of any enforcement action taken pursuant to the immediately preceding sentence to the extent compensating for losses arising directly from the Purchased Assets shall be considered to be Vorasidenib Receivables for all purposes hereunder. Notwithstanding anything to the contrary contained in this Article V, nothing herein shall prevent, restrict or limit the Purchaser from directly enforcing, at the Purchaserâ€™s sole cost and expense, the Purchaserâ€™s entitlement to the Purchased Assets with counsel selected by the Purchaser in its sole discretion, provided that any such enforcement shall reasonably consider the rights of the Seller to the Retained Receivables. e.Purchaser shall reasonably cooperate with Seller and Sellerâ€™s counterparties under the Sagard Agreement to minimize any conflicts between Purchaserâ€™s rights hereunder and such counterpartiesâ€™ rights under the Sagard Agreement, provided that nothing in this paragraph shall require Purchaser to compromise its rights hereunder.29f.The Seller shall make available its relevant records and personnel to the Purchaser in connection with any prosecution of litigation by the Seller or the Purchaser against Counterparty to enforce any of the Purchaserâ€™s rights under the Counterparty Agreement related to or affecting the Purchased Assets, and provide reasonable assistance and authority to file and bring the litigation, including, if required to bring the litigation, being joined as a party plaintiff.Section 5.6 Mergers, Consolidation and Asset Sales Involving Counterparty. If there occurs a merger or consolidation between the Seller, on the one hand, and Counterparty or any of its Affiliates, on the other hand, a sale of all or substantially all of the Sellerâ€™s assets to Counterparty or a sale or assignment of the Counterparty Agreement by the Seller to Counterparty, and in any such case the Purchaserâ€™s rights to the Purchased Assets or under this Purchase and Sale Agreement are diminished in any material respect, (i) the Seller (or its successor) shall pay to the Purchaser an amount in cash equal to any Vorasidenib Receivables that it does not receive from the Counterparty on the same basis (in both amount and timing) as if the Purchaserâ€™s rights to the Purchased Assets or under this Purchase and Sale Agreement were not so diminished and (ii)Â the Purchaserâ€™s rights with respect to the Purchased Assets and the covenants of the Seller under this Purchase and Sale Agreement shall continue to apply on the same basis as if the Purchaserâ€™s rights to the Purchased Assets or under this Purchase and Sale Agreement were not diminished in such way.Section 5.7 Tax Matters.a.Notwithstanding anything to the contrary in the Transaction Documents, the Seller and the Purchaser shall treat the transactions contemplated by this Purchase and Sale Agreement as a sale of the Purchased Assets for United States federal, state and local Tax purposes.b.All payments to the Purchaser and the Seller under this Purchase and Sale Agreement shall be made without any deduction or withholding for or on account of any Tax, except as required by Applicable Law; provided, that, if any deduction or withholding of any Tax is required from any such payment under this Purchase and Sale Agreement or from any payment under the Counterparty Agreement by reason of the Seller being a party to the Counterparty Agreement or to the extent resulting from any action by the Seller, including any assignment or transfer by the Seller pursuant to Section 8.4 of this Agreement (a â€œSpecified Tax Withholdingâ€), then the Seller shall, within [**] of the Purchaser receiving any payment subject to such Specified Tax Withholding make a payment to the Purchaser so that, after making all such required deductions and withholdings (including any deductions and withholdings required with respect to any such additional payment), the Purchaser receives an amount equal to the amount that it would have received had no such deductions or withholdings been made. Notwithstanding the above, the parties agree that as long as the Purchaser provides the Seller with IRS withholding forms establishing entitlement to an exemption from withholding in accordance with Section 5.4(b), if applicable, no such deduction or withholding is intended on any payment made to the Purchaser under this Purchase and Sale Agreement. If the Seller determines or becomes aware that any such deduction or withholding is required by Applicable Law with respect to any payment pursuant to the Counterparty Agreement or to be remitted by the Seller on any payment hereunder, (i) the Seller shall notify the Purchaser at least [**] in advance of such payment, 30(ii)Â the Seller shall use its commercially reasonable efforts to make such filings and take such other actions as may be specified by the Purchaser in order to permit an exemption from or reduction of withholding Tax imposed on or with respect to any payments made to the Purchaser under this Purchase and Sale Agreement or the Counterparty Agreement, and (iii) if such Tax is to be remitted by the Seller on any payment hereunder, the Seller shall timely pay to the applicable Governmental Authority the full amount deducted or withheld and provide the Purchaser with proof of payment of such amounts to the applicable Governmental Authority within [**] of making such payment. For the avoidance of doubt, but subject to Article VII of this Purchase and Sale Agreement (to the extent there is any deduction or withholding of Taxes arising out of a breach by Seller of any representations, warranties or covenants that would be reimbursable under Article VII of this Purchase and Sale Agreement), Seller shall not be obligated to pay or otherwise reimburse the Purchaser for any deduction or withholding for or on account of any Tax required in connection with payments made under this Purchase and Sale Agreement or from any payment under the Counterparty Agreement, other than in connection with a Specified Tax Withholding. c.The parties hereto, severally and not jointly, agree not to take any position that is inconsistent with the provisions of this Section 5.7 on any Tax return or in any audit or other Tax-related administrative or judicial proceeding unless the other parties hereto have consented in writing to such actions. If there is an inquiry by any Governmental Authority of the Seller or the Purchaser related to the treatment described in this Section 5.7, the parties hereto shall cooperate with each other in responding to such inquiry in a reasonable manner which is consistent with this Section 5.7.Section 5.8 Existence. From and after the Effective Date, the Seller shall (a) preserve and maintain its existence (provided, however, that, subject in all respects to Section 8.4, nothing in this Section 5.8(a) shall prohibit the Seller from entering into any merger, consolidation or amalgamation with, or selling or otherwise transferring all or substantially all of its assets to, and other Person if the Seller is the continuing or surviving entity or if the surviving or continuing or acquiring entity assumes (whether expressly or by operation of law) all of the obligations of the Seller), (b) preserve and maintain its rights, franchises and privileges unless failure to do any of the foregoing would not be a Material Adverse Change, (c) qualify and remain qualified in good standing in each jurisdiction where the failure to preserve and maintain such qualifications would be a Material Adverse Change, including appointing and employing such agents or attorneys in each jurisdiction where it shall be necessary to take action under this Purchase and Sale Agreement, and (d) comply with its organizational documents unless failure to do so would not be a Material Adverse Change. Section 5.9 Audits; Underpayment of Vorasidenib Receivables; Overpayment of Vorasidenib Receivables.a.From and after the Effective Date, the Seller shall not, without the prior written consent of the Purchaser (such consent not to be unreasonably withheld, conditioned or delayed if such inspection or audit has been requested by the Purchaserâ€™s Representative (as defined in the Sagard Agreement)), and the Seller shall, upon the written request of the Purchaser (and at the sole cost and expense of the Purchaser), cause an inspection or audit of 31Counterpartyâ€™s books and records to be conducted pursuant to, and in accordance with, Section 2.13(e) of the Counterparty Agreement related to the Purchased Assets. In furtherance of the foregoing, the Seller shall provide the Purchaser (i) written notice if the Purchaser (as defined in the Sagard Agreement) exercises its right to cause an inspection or audit of Counterpartyâ€™s books and records pursuant to Section 5.9(a) of the Sagard Agreement and (ii) a reasonable advanced opportunity to join in such inspection or audit. For the purposes of exercising the Purchaserâ€™s rights pursuant to this Section 5.9, the Seller shall select such Independent Accounting Firm as the Purchaser shall recommend for such purpose. The Seller shall provide to the Purchaser all Audit Reports, including without limitation (i) a copy of the summary of the preliminary conclusions of the Independent Accounting Firm), which Purchaser shall have the exclusive right to provide comments thereon pursuant to Section 2.13(e) of the Counterparty Agreement related to the Purchased Assets and (ii) copies of any Audit Reports summarizing the results of any audit of the records of Counterparty in respect of the payment of Vorasidenib Receivables pursuant to Section 2.13(e) of the Counterparty Agreement. The Seller and the Purchaser agree that all of the out-of-pocket expenses of any inspection or audit carried out with the consent or at the request of the Purchaser that would otherwise be borne by the Seller pursuant to the Counterparty Agreement shall, to the extent such inspection or audit relates to the Purchased Assets, instead be borne by the Purchaser, including such fees and expenses of such Independent Accounting Firm as are to be borne by the Seller pursuant to SectionÂ 2.13(e) of the Counterparty Agreement together with the Sellerâ€™s reasonable and documented out-of-pocket costs and expenses incurred in connection with such inspection or audit to the extent such inspection or audit relates to the Purchased Assets. The Seller will furnish to the Purchaser any inspection or audit report prepared in connection with such inspection or audit. The Purchaser shall have the right to require the Seller, in writing, at the sole cost and expense of the Purchaser, to exercise the Sellerâ€™s rights under the Counterparty Agreement to cause Counterparty to cure any discrepancy identified in the relevant audit report in accordance with the Counterparty Agreement. If the Applicable Percentage is reduced to 80.0% for the balance of Net Sales occurring during a particular calendar year because the Purchaser has actually received $150 million in Vorasidenib Receivables in respect of Net Sales of the Earn-Out Product (vorasidenib) occurring during such calendar year, the Purchaser and the Seller shall reasonably cooperate with one another regarding any audit request to the Counterparty with respect to Net Sales of the Earn-Out Product (vorasidenib) occurring during the remaining portion of such calendar year when the Applicable Percentage is 80.0%.b.In the event of an underpayment of Vorasidenib Receivables under the Counterparty Agreement in respect of aggregate annual Net Sales of the Earn-Out Product (vorasidenib) made in the US Territory, the Seller shall, upon the request of the Purchaser, furnish to Counterparty an invoice created by the Purchaser for the amount of such underpayment within [**] after the final determination thereof, and shall instruct Counterparty to pay or cause to be paid to the Deposit Account an amount in cash equal to such underpayment. If the Applicable Percentage is reduced to 80.0% for the balance of Net Sales occurring during a particular calendar year because the Purchaser has actually received $150 million in Vorasidenib Receivables in respect of Net Sales of the Earn-Out Product (vorasidenib) occurring during such calendar year, the Purchaser and the Seller shall reasonably cooperate with one another regarding any underpayment of Vorasidenib Receivables and/or Retained Receivables by the Counterparty 32with respect to Net Sales of the Earn-Out Product (vorasidenib) occurring during the remaining portion of such calendar year when the Applicable Percentage is 80.0%.c.In the event of an overpayment of Vorasidenib Receivables under the Counterparty Agreement received by the Purchaser in respect of aggregate annual Net Sales of the Earn-Out Product (vorasidenib) made in the US Territory, the Purchaser shall (x) if the Counterparty chooses cash repayment of such overpayment pursuant to clause (A) in the second sentence of 2.13(a)(iv) or 2.13(e)(A) of the Counterparty Agreement, pay or cause to be paid to Counterparty the amount in cash equal to such overpayment within [**] following receipt of an invoice from Counterparty after the after the final determination thereof, or (y) if the Counterparty chooses to offset such overpayment pursuant to clause (B) in the second sentence of 2.13(a)(iv) or 2.13(e)(B) of the Counterparty Agreement, such offset shall be deemed to be a â€œPermitted Deductionâ€ hereunder for which the Seller shall not be obligated to reimburse the Purchaser under this Purchase and Sale Agreement. If the Applicable Percentage is reduced to 80.0% for the balance of Net Sales occurring during a particular calendar year because the Purchaser has actually received $150 million in Vorasidenib Receivables in respect of Net Sales of the Earn-Out Product (vorasidenib) occurring during such calendar year, the Purchaser and the Seller shall reasonably cooperate with one another regarding any overpayment of Vorasidenib Receivables and/or Retained Receivables by the Counterparty with respect to Net Sales of the Earn-Out Product (vorasidenib) occurring during the remaining portion of such calendar year when the Applicable Percentage is 80.0%.Section 5.10 Confidentiality. The Purchaser agrees to keep confidential the Counterparty Agreement, the Quarterly Net Sales Statements produced by Counterparty pursuant to SectionÂ 2.13(a)(iii) of the Counterparty Agreement, the Annual Net Sales Statements produced by Counterparty pursuant to Section 2.13(a)(iv) of the Counterparty Agreement, and any Audit Reports received pursuant to Section 2.13(e) of the Counterparty Agreement, in each case in accordance with or on terms no less restrictive than those set forth in Section 5.5 of the Counterparty Agreement.Section 5.11 Deposit Account. The Purchaser shall establish the Deposit Account prior to the Closing. The parties hereto agree to act reasonably in amending the Counterparty Instruction to reflect the Sellerâ€™s irrevocable instruction to the Counterparty to pay the Vorasidenib Receivables to any deposit account designated by the Purchaser (which shall initially be the Deposit Account), and the Seller shall promptly deliver such amended Counterparty Instruction to the Counterparty. If the Applicable Percentage is reduced to 80.0% for the balance of Net Sales occuring during a particular calendar year because the Purchaser has actually received $150 million in Vorasidenib Receivables in respect of Net Sales of the Earn-Out Product (vorasidenib) occurring during such calendar year, the parties hereto shall promptly cooperate regarding a mechanism to divide and distribute the Vorasidenib Receivables to the Purchaser and the Retained Receivables to the Seller, including, as appropriate, through the continued use of the Deposit Account from which Purchaser will divide and distribute the applicable amounts to the Seller for the remainder of such calendar year, or, if the Purchaser is in material breach of this Purchase and Sale Agreement and the Seller so elects, through a revised Counterparty Instruction by which Seller instructs the Counterparty to make payments on account of the Retained Receivables directly to the Seller; provided that, in all events, payments received by the 33Purchaser on account of Retained Receivables shall be paid to the Seller within [**] following receipt by the Purchaser.ARTICLE VICONDITIONS TO CLOSING; CLOSING DATE DELIVERIESSection 6.1 Purchaser Conditions to Closing. The Purchaserâ€™s obligation to purchase, acquire and accept all of the Sellerâ€™s rights, title and interest in and to the Purchased Assets at the Closing and to pay the Purchase Price at the Closing is subject to the fulfillment as of the Closing Date of the following conditions (unless waived in writing by the Purchaser):a.FDA Approval shall have occurred on or prior to October 31, 2024;b.all representations and warranties of Seller contained herein and in the other Transaction Documents shall be true and correct in all material respects as of the Closing Date (except that such materiality qualifier shall not be applicable to any representations and warranties that already are qualified or modified by materiality in the text thereof), as though made on and as of such dates (except to the extent that such representations and warranties relate solely to an earlier date, in which case such representations and warranties shall be true and correct in all material respects (except that such materiality qualifier shall not be applicable to any representations and warranties that already are qualified or modified by materiality in the text thereof) as of such earlier date);c.the Seller shall have delivered to the Purchaser a certificate of an officer of the Seller, dated the

Closing Date, (i) certifying as to the Sellerâ€™s organizational documents and the attached resolutions adopted by the board of directors of the Seller authorizing the transactions contemplated by the Transaction Documents and (ii) setting forth the incumbency of the officer or officers of the Seller who have executed and delivered the Transaction Documents, including therein a signature specimen of each such officer; d.the Seller shall have delivered to the Purchaser the Bill of Sale executed by the Seller;e.the Seller shall have delivered to the Purchaser the Counterparty Instruction executed by the Seller and shall have completed the Seller information in Schedule 1.2;f.the Seller shall have delivered or caused to be delivered to the Purchaser an opinion of WilmerHale, special counsel to the Seller, dated the Effective Date and in form and substance satisfactory to the Purchaser and its counsel;g.the Seller shall have delivered to the Purchaser a valid, properly executed IRS Form W-9 certifying that the Seller is exempt from U.S. federal â€œbackupâ€ withholding tax; and34h.the Seller shall have delivered to the Purchaser financing statements naming the Purchaser as the â€œBuyerâ€ of the Purchased Assets and the Secured Party, to create, evidence and perfect the sale, contribution, assignment, transfer, conveyance and grant of the Purchased Assets pursuant to Section 2.1(b) and the back-up security interest granted pursuant to Section 2.1(f).Section 6.2 Seller Conditions to Closing. The Sellerâ€™s obligation to sell, contribute, assign, transfer, convey and grant to the Purchaser all of the Sellerâ€™s rights, title and interests in and to the Purchased Assets at the Closing is subject to the fulfillment as of the Closing Date of the following conditions (unless waived in writing by the Seller):a.all representations and warranties of the Purchaser contained herein and in the other Transaction Documents shall be true and correct in all material respects as of the Closing Date (except that such materiality qualifier shall not be applicable to any representations and warranties that already are qualified or modified by materiality in the text thereof), as though made on and as of such dates (except to the extent that such representations and warranties relate solely to an earlier date, in which case such representations and warranties shall be true and correct in all material respects (except that such materiality qualifier shall not be applicable to any representations and warranties that already are qualified or modified by materiality in the text thereof) as of such earlier date);b.the Purchaser shall have delivered to the Seller a certificate of an officer of the Purchaser, dated the Closing Date, setting forth the incumbency of the officer or officers of the Purchaser who have executed and delivered the Transaction Documents, including therein a signature specimen of each such officer; andc.the Purchaser shall have completed the Purchaser information in Schedule 1.2, shall have established the Deposit Account, and shall have delivered to the Seller a valid, properly executed IRS Form W-8BEN-E, or other applicable IRS withholding form, certifying that the Purchaser is (or payments to the Purchaser are) exempt from U.S. federal withholding tax with respect to any and all payments pursuant to this Purchase and Sale Agreement.ARTICLE VIIINDEMNIFICATIONSection 7.1 Indemnification by the Seller. From and after the Effective Date, the Seller agrees to indemnify and hold the Purchaser and its Affiliates and any and all of its respective officers, directors, employees, consultants, representatives and advisers (each, a â€œPurchaser Indemnified Partyâ€) harmless from and against, and will pay to each Purchaser Indemnified Party the amount of, any and all Losses (including attorneysâ€™ fees) awarded against or incurred or suffered by such Purchaser Indemnified Party whether or not involving a third party claim, demand, action or proceeding, in each case of the foregoing arising out of (i) any breach of any representation, warranty or verification made by the Seller in any of the Transaction Documents to which the Seller is party or certificates given by the Seller to the Purchaser in writing pursuant to this Agreement, (ii) any breach of any covenant or agreement by the Seller under (A) any Transaction Document to which the Seller is party or (B) the 35Counterparty Agreement, (iii) any Excluded Liabilities and Obligations, and (iv) any fees, expenses, costs, liabilities or other amounts incurred or owed by the Seller to any brokers, financial advisors or comparable other Persons retained or employed by it in connection with the transactions contemplated by this Purchase and Sale Agreement; provided, however, that Seller shall not be liable for the payment to any Purchaser Indemnified Party for any portion of such Losses resulting from such Purchaser Indemnified Partyâ€™s gross negligence or willful misconduct as determined in a final, non-appealable judgment of a court of competent jurisdiction or resulting from any Permitted Deduction or Credit Event. Any amounts due to any Purchaser Indemnified Party hereunder shall be payable to the Seller to such Purchaser Indemnified Party within [**] of written demand. Section 7.2 Indemnification by the Purchaser. The Purchaser agrees to indemnify and hold each of the Seller and its Affiliates and any and all of their respective officers, directors, employees, consultants, representatives and advisers (each, a â€œSeller Indemnified Partyâ€) harmless from and against, and will pay to each Seller Indemnified Party the amount of, any and all Losses (including attorneysâ€™ fees) awarded against or incurred or suffered by such Seller Indemnified Party whether or not involving a third party claim, demand, action or proceeding, arising out of (i)Â any breach of any representation, warranty or certification made by the Purchaser in any of the Transaction Documents to which the Purchaser is party or certificates given by the Purchaser in any of the Transaction Documents to which the Purchaser is party or certificates given by the Purchaser in writing pursuant hereto or thereto, (ii) any breach of or default under any covenant or agreement by the Purchaser pursuant to any Transaction Document to which the Purchaser is party and (iii) any fees, expenses, costs, liabilities or other amounts incurred or owed by the Purchaser to any brokers, financial advisors or comparable other Persons retained or employed by it in connection with the transaction contemplated by this Purchase and Sale Agreement; provided, however, that the Purchaser shall not be liable for the payment to any Seller Indemnified Party for any portion of such Losses resulting from such Seller Indemnified Partyâ€™s gross negligence or willful misconduct as determined in a final, non-appealable judgment of a court of competent jurisdiction. Any amounts due to any Seller Indemnified Party hereunder shall be payable by the Purchaser to such Seller Indemnified Party within [**] of written demand. Section 7.3 Procedures. If any claim, demand, action or proceeding (including any investigation by any Governmental Authority) shall be brought or alleged against an indemnified party in respect of which indemnity is to be sought against an indemnifying party pursuant to Section 7.1 or Section 7.2, the indemnified party shall, promptly after receipt of notice of the commencement of any such claim, demand, action or proceeding, notify the indemnifying party in writing of the commencement of such claim, demand, action or proceeding, enclosing a copy of all papers served, if any; provided, that the omission to so notify such indemnifying party will not relieve the indemnifying party from any liability that it may have to any indemnified party under Section 7.1 or Section 7.2 unless, and only to the extent that, the indemnifying party is actually prejudiced by such omission. In the event that any such action is brought against an indemnified party and it notifies the indemnifying party of the commencement thereof in accordance with this Section 7.3, the indemnifying party will be entitled, at the indemnifying partyâ€™s sole cost and expense, to participate therein and, to the extent that it may wish, to assume the defense thereof, with counsel reasonably satisfactory to such indemnified party (who shall not, except with the consent of the indemnified party, be counsel to the indemnifying party), and, after notice from the indemnifying party to such indemnified party of its election so to assume the defense thereof, the indemnifying party will not be liable to such indemnified party under this Article 36VII for any legal expenses subsequently incurred by such indemnified party in connection with the defense thereof other than reasonable costs of investigation. In any such proceeding, an indemnified party shall have the right to retain its own counsel, but the reasonable fees and expenses of such counsel shall be at the expense of such indemnified party unless (a) the indemnifying party and the indemnified party shall have mutually agreed to the retention of such counsel, (b) the indemnifying party has assumed the defense of such proceeding and has failed within a reasonable time to retain counsel reasonably satisfactory to such indemnified party or (c) the named parties to any such proceeding (including any impleaded parties) include both the indemnifying party and the indemnified party and representation of both parties by the same counsel would be inappropriate due to actual or potential conflicts of interests between them based on the advice of counsel to the indemnified party, in which case the reasonable fees and expenses of such counsel shall be at the expense of the indemnifying party. It is agreed that the indemnifying party shall not, in connection with any proceeding or related proceedings in the same jurisdiction, be liable for the reasonable fees and expenses of more than one separate law firm (in addition to local counsel where necessary) for all such indemnified parties. The indemnifying party shall not be liable for any settlement of any proceeding effected without its written consent (such consent not to be unreasonably withheld), but, if settled with such consent or if there be a final judgment for the plaintiff, the indemnifying party agrees to indemnify the indemnified party from and against any Loss by reason of such settlement or judgment. No indemnifying party shall, without the prior written consent of the indemnified party (such consent not to be unreasonably withheld), effect any settlement, compromise or discharge of any claim or pending or threatened proceeding in respect of which any indemnified party is or could have been a party and indemnity could have been sought hereunder by such indemnified party, unless such settlement, compromise or discharge, as the case may be, (i) includes an unconditional written release of such indemnified party, in form and substance reasonably satisfactory to the indemnified party, from all liability on claims that are the subject matter of such claim or proceeding, (ii) does not include any statement as to an admission of fault, culpability or failure to act by or on behalf of any indemnified party and (iii) does not impose any obligation or restrictions on any indemnified party.Section 7.4 Exclusive Remedy. Except in the case of fraud or intentional breach, following the Effective Date, the indemnification afforded by this Article VII shall be the sole and exclusive remedy for any and all Losses awarded against or incurred or suffered by a party hereto in connection with the transactions contemplated by the Transaction Documents, including with respect to any breach of any representation, warranty or certification made by a party hereto in any of the Transaction Documents or certificates given by a party hereto in writing pursuant hereto or thereto or any breach of or default under any covenant or agreement by a party hereto pursuant to any Transaction Document. Notwithstanding anything in this Purchase and Sale Agreement to the contrary, in the event of any breach or failure in performance of any covenant or agreement contained in any Transaction Document, the non-breaching party shall be entitled to specific performance, injunctive or other equitable relief pursuant to Section 8.2.Section 7.5 Limitation of Liability. Notwithstanding anything in this Agreement to the contrary, (a) the Seller shall not have any liability under Section 7.1(i) in excess of [**], provided, that the foregoing limitation shall not apply to breach of any of the representations, covenants or agreements set forth in Sections 3.8 and 5.7, and (b) the Purchaser shall have no liability under Section 7.2(i) in excess of [**].37Section 7.6 Tax Treatment for Indemnification Payments. Any indemnification payments made pursuant to this Article 7 will be treated as an adjustment to the Purchase Price for U.S. federal income tax to the fullest extent permitted by Applicable Law.ARTICLE VIIIMISCELLANEOUSSection 8.1 Termination; Survival.a.[Reserved].b.This Purchase and Sale Agreement shall commence on the Effective Date, and, so long as the Closing occurs, this Purchase and Sale Agreement shall continue in full force and effect until there are no longer Vorasidenib Receivables from the Earn-Out Product (vorasidenib), at which point this Purchase and Sale Agreement shall terminate, except for any rights, obligations or claims of either party hereto that have accrued prior to such termination; provided, however, that the provisions of Article II, Section 5.2, SectionÂ 5.4(d), Section 5.7, Section 5.9, Article VII and Article VIII shall survive such termination. Unless and until this Purchase and Sale Agreement shall have terminated in accordance with the prior sentence, all representations, warranties and covenants made herein and in any other Transaction Document or any certificate delivered pursuant to this Purchase and Sale Agreement shall survive the execution and delivery of this Purchase and Sale Agreement, the Effective Date and the Closing Date; provided that, on and after the Closing Date, all representations and warranties shall be deemed made only as of the Closing Date (except to the extent that such representations and warranties relate solely to an earlier date, in which case such representations and warranties shall be deemed made as of such earlier date). The rights hereunder to indemnification, payment of Losses or other remedies based on such representations, warranties and covenants shall not be affected by any investigation conducted with respect to, or any knowledge acquired (or capable of being acquired) at any time (whether before or after the execution and delivery of this Purchase and Sale Agreement or the Effective Date) in respect of the accuracy or inaccuracy of or compliance with, any such representation, warranty or covenant. The waiver of any condition based on the accuracy of any representation or warranty, or on the performance of or compliance with any covenant, shall not affect the rights hereunder to indemnification, payment of Losses or other remedies based on such representations, warranties and covenants. This Agreement shall automatically terminate in all respects if the FDA Approval has not occurred by October 31, 2024, unless otherwise agreed in writing prior to such date by Seller and Purchaser.Section 8.2 Specific Performance. Each of the parties hereto acknowledges that the other party hereto will have no adequate remedy at law if it fails to perform any of its obligations under any of the Transaction Documents. In such event, each of the parties hereto agrees that the other party hereto shall have the right, in addition to any other rights it may have (whether at law or in equity), to specific performance of this Purchase and Sale Agreement.Section 8.3 Notices. All notices and other communications under this Purchase and Sale Agreement shall be in writing and shall be by email with PDF attachment, facsimile, courier service or 38personal delivery to the following addresses, or to such other addresses as shall be designated from time to time by a party hereto in accordance with this Section 8.3:If to the Seller, to it at:Agios Pharmaceuticals, Inc.88 Sidney St.Cambridge, MA 02139Attention: [**]Email: [**]with a copy to:WilmerHale60 State StreetBoston, MA 02109Attention: George W. Shuster Jr.Email: george.shuster@wilmerhale.comIf to the Purchaser, to it at:Royalty Pharma Investments 2019 ICAV110 E. 59th Street, Suite 3300New York, New York 10022Attention: [**]Email: [**] with a copy to:Goodwin Procter LLP100 Northern AvenueBoston, Massachusetts 02210Attention: Robert M. Crawford and Jacqueline MercierEmail: [**] Section 8.4 Successors and Assigns. The provisions of this Purchase and Sale Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and permitted assigns. The Seller shall not be entitled to assign or otherwise transfer any Transaction Document or any of its obligations, rights or interests under any of the Transaction Documents, in whole or in part, by operation of law, merger, change of control or otherwise, without the prior written consent of the Purchaser (such consent not to be unreasonably withheld, conditioned or delayed provided that such assignment is an assignment of all of Sellerâ€™s rights and obligations under this Agreement and meets the provisions of Section 8.04(a)(ii), Section 8.4(a)(iii) and Section 8.4(b) below), and any purported assignment or transfer without such consent shall be void and of no effect; provided, however, that the Seller may, without the prior written consent of the Purchaser, assign all of its obligations and rights under this Purchase and Sale Agreement (in whole, and not in part) to any other Person with 39which it may merge or consolidate or to which it may sell all or substantially all of its assets (including the Counterparty Agreement), provided that (a) the assignee under such assignment (i) is a Qualified Assignee, (ii)Â has also been assigned the Counterparty Agreement in connection with such transaction, and (iii) agrees to be bound by the terms of the Transaction Documents and the Counterparty Agreement and furnishes a written agreement to the Purchaser in form and substance reasonably satisfactory to the Purchaser to that effect, and (b) such transaction does not require either Counterparty to deduct or withhold from payments of the Vorasidenib Receivables any additional taxes pursuant to the Counterparty Agreement or under Applicable Law that would not be reimbursable to the Purchaser under this Purchase and Sale Agreement. The Purchaser may assign any of its obligations and rights hereunder without restriction and without the consent of the Seller: (i) to any of its Affiliates, its limited partners and any feeder vehicles, managed funds and alternative investment vehicles each of them may establish, and (ii)Â to any other Person with the prior written consent of the Counterparties. The Purchaser shall give notice of any assignment to the Seller promptly after the occurrence thereof.Section 8.5 Independent Nature of Relationship. The relationship between the Seller and the Purchaser is solely that of seller and purchaser, and neither the Seller nor the Purchaser has any fiduciary or other special relationship with the other party hereto or any of its Affiliates. This Purchase and Sale Agreement is not a partnership, joint venture agreement or similar agreement, and nothing contained herein or in any other Transaction Document shall be deemed to constitute the Seller and the Purchaser, and/or Counterparty, any Sublicensee or Affiliate thereof, as a partnership, an association, a joint venture or any other kind of entity or legal form for any purposes, including any Tax purposes. The parties hereto agree that they shall not take any inconsistent position with respect to such treatment in a filing with any Governmental Authority.Section 8.6 Entire Agreement. This Purchase and Sale Agreement, together with the Bill of Sale, the Counterparty Instruction, the financing statements and the Exhibits hereto (which are incorporated herein by reference), and the other Transaction Documents constitute the entire agreement between the parties hereto with respect to the subject matter hereof and supersede all prior agreements, understandings and negotiations, both written and oral, between the parties hereto with respect to the subject matter of this Purchase and Sale Agreement. No representation, inducement, promise, understanding, condition or warranty not set forth herein (or in the Exhibits hereto or the other Transaction Documents) has been made or relied upon by either party hereto. Neither this Purchase and Sale Agreement nor any provision hereof is intended to confer upon any Person other than the parties hereto any rights or remedies hereunder, except that (a) Counterparty shall be a third-party beneficiary of the second to last sentence of Section 8.4, (b) Purchaser Indemnified Parties (other than the Purchaser) shall be a third-party beneficiary of Section 7.1, and (c) Seller Indemnified Parties (other than the Seller) shall be a third-party beneficiary of Section 7.2.Section 8.7 Governing Law.a.THIS PURCHASE AND SALE AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE INTERNAL SUBSTANTIVE LAWS OF THE STATE OF NEW YORK WITHOUT REFERENCE TO THE RULES THEREOF RELATING TO CONFLICTS OF LAW OTHER THAN SECTION 5-1401 OF THE GENERAL OBLIGATIONS LAW OF THE STATE OF NEW YORK, AND THE 40OBLIGATIONS, RIGHTS AND REMEDIES OF THE PARTIES HEREUNDER SHALL BE DETERMINED IN ACCORDANCE WITH SUCH LAWS.b.Each of the parties hereto hereby irrevocably and unconditionally submits, for itself and its property, to the non-exclusive jurisdiction of the Supreme Court of the State of New York sitting in New York County and of the United States District Court of the Southern District of New York, and any appellate court from any thereof, in any action or proceeding arising out of or relating to this Purchase and Sale Agreement or any other Transaction Document, or for recognition or enforcement of any judgment, and each of the parties hereto hereby irrevocably and unconditionally agrees that all claims in respect of any such action or proceeding may be heard and determined in such New York State court or, to the extent permitted by Applicable Law, in such federal court. Each of the parties hereto agrees that a final

judgment in any such action or proceeding shall be conclusive and may be enforced in other jurisdictions by suit on the judgment or in any other manner provided by Applicable Law.c.Each of the parties hereto hereby irrevocably and unconditionally waives, to the fullest extent it may legally and effectively do so, any objection that it may now or hereafter have to the laying of venue of any suit, action or proceeding arising out of or relating to this Purchase and Sale Agreement in any court referred to in Section 8.7(b). Each of the parties hereto hereby irrevocably waives, to the fullest extent permitted by Applicable Law, the defense of an inconvenient forum to the maintenance of such action or proceeding in any such court.d.Each of the parties hereto irrevocably consents to service of process in the manner provided for notices in Section 8.3. Nothing in this Purchase and Sale Agreement will affect the right of any party hereto to serve process in any other manner permitted by Applicable Law. Each of the parties hereto waives personal service of any summons, complaint or other process, which may be made by any other means permitted by New York law.Section 8.8 Waiver of Jury Trial. EACH PARTY HERETO HEREBY WAIVES, TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, ANY RIGHT IT MAY HAVE TO A TRIAL BY JURY IN ANY LEGAL PROCEEDING DIRECTLY OR INDIRECTLY ARISING OUT OF OR RELATING TO THIS PURCHASE AND SALE AGREEMENT, OR THE TRANSACTIONS CONTEMPLATED HEREBY (WHETHER BASED ON CONTRACT, TORT OR ANY OTHER THEORY). EACH PARTY HERETO (A)Â CERTIFIES THAT NO REPRESENTATIVE, AGENT OR ATTORNEY OF THE OTHER PARTY HERETO HAS REPRESENTED. EXPRESSLY OR OTHERWISE, THAT THE OTHER PARTY HERETO WOULD NOT, IN THE EVENT OF LITIGATION, SEEK TO ENFORCE THE FOREGOING WAIVER AND (B) ACKNOWLEDGES THAT IT AND THE OTHER PARTY HERETO HAVE BEEN INDUCED TO ENTER INTO THIS PURCHASE AND SALE AGREEMENT BY, AMONG OTHER THINGS, THE MUTUAL WAIVERS AND CERTIFICATIONS IN THIS SECTION 8.8.Section 8.9 Severability. If one or more provisions of this Purchase and Sale Agreement are held to be invalid or unenforceable by a court of competent jurisdiction, such provision shall be excluded from this Purchase and Sale Agreement and the balance of this Purchase and Sale Agreement shall be interpreted as if such provision were so excluded and shall remain in full force and effect and be 41enforceable in accordance with its terms. Any provision of this Purchase and Sale Agreement held invalid or unenforceable only in part or degree by a court of competent jurisdiction shall remain in full force and effect to the extent not held invalid or unenforceable.Section 8.10 Counterparts. This Purchase and Sale Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. This Purchase and Sale Agreement shall become effective when each party hereto shall have received a counterpart hereof signed by the other party hereto. Any counterpart may be executed by facsimile or other similar means of electronic transmission, including â€œPDFâ€, and such facsimile or other electronic transmission shall be deemed an original.Section 8.11 Amendments; No Waivers. Neither this Purchase and Sale Agreement nor any term or provision hereof may be amended, supplemented, restated, waived, changed or modified except with the written consent of the Seller and the Purchaser. No failure or delay by either party hereto in exercising any right, power or privilege hereunder shall operate as a waiver thereof nor shall any single or partial exercise thereof preclude any other or further exercise thereof or the exercise of any other right, power or privilege. No notice to or demand on either party hereto in any case shall entitle it to any notice or demand in similar or other circumstances. No waiver or approval hereunder shall, except as may otherwise be stated in such waiver or approval, be applicable to subsequent transactions. No waiver or approval hereunder shall require any similar or dissimilar waiver or approval thereafter to be granted hereunder. The rights and remedies herein provided shall be cumulative and not exclusive of any rights or remedies provided by Applicable Law.Section 8.12 Table of Contents and Headings. The Table of Contents and headings of the Articles and Sections of this Purchase and Sale Agreement have been inserted for convenience of reference only, are not to be considered a part hereof and shall in no way modify or restrict any of the terms or provisions hereof.[SIGNATURE PAGE FOLLOWS]42IN WITNESS WHEREOF, the parties hereto have executed this Purchase and Sale Agreement as of the day and year first written above.AGIOS PHARMACEUTICALS, INC.By: /s/ Cecilia JonesÂ Â Â Â Name: Cecilia JonesTitle: Chief Financial OfficerROYALTY PHARMA INVESTMENTS 2019 ICAVBy: RP Management, LLC, its Manager and lawfully-appointed attorneyBy: /s/ Arthur McGivernÂ Â Â Â Name: Arthur McGivern Title: EVP & General CounselÂ Â Â Â Signature Page to Purchase and Sale AgreementExhibit DCounterparty AgreementIncorporated by reference to Exhibit 2.1 of the Companyâ€™s Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the Securities and Exchange Commission ACTIVE/129522328.13 EX-31.1 3 exhibit31-1x06x30x24.htm EX-31.1 DocumentExhibit 31.1CERTIFICATIONI, Brian Goff, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Agios Pharmaceuticals, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: AugustÂ 1, 2024 /s/ Brian GoffBrian GoffChief Executive Officer(principal executive officer) EX-31.2 4 exhibit31-2x06x30x24.htm EX-31.2 DocumentExhibit 31.2CERTIFICATIONI, Cecilia Jones, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Agios Pharmaceuticals, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: AugustÂ 1, 2024/s/ Cecilia JonesCecilia JonesChief Financial Officer(principal financial officer) EX-32.1 5 exhibit32-1x06x30x24.htm EX-32.1 DocumentExhibit 32.1CERTIFICATION PURSUANT TO18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with this Quarterly Report on Form 10-Q of Agios Pharmaceuticals, Inc. (the â€œCompanyâ€) for the fiscal quarter ended JuneÂ 30, 2024, as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), the undersigned, Brian Goff, Chief Executive Officer of the Company, hereby certifies, pursuant to 18 U.S.C. SectionÂ 1350, that, to his knowledge on the date hereof:Â 1.The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and2.The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Date: AugustÂ 1, 2024/s/ Brian GoffBrian GoffChief Executive Officer(principal executive officer) EX-32.2 6 exhibit32-2x06x30x24.htm EX-32.2 DocumentExhibit 32.2CERTIFICATION PURSUANT TO18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with this Quarterly Report on Form 10-Q of Agios Pharmaceuticals, Inc. (the â€œCompanyâ€) for the fiscal quarter ended JuneÂ 30, 2024, as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), the undersigned, Cecilia Jones, Chief Financial Officer of the Company, hereby certifies, pursuant to 18 U.S.C. SectionÂ 1350, that, to her knowledge on the date hereof:Â 1.The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and2.The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Date: AugustÂ 1, 2024/s/ Cecilia JonesCecilia JonesChief Financial Officer(principal financial officer) EX-101.SCH 7 agio-20240630.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Condensed Consolidated Balance Sheets (parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Condensed Consolidated Statements of Operations link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Condensed Consolidated Statements of Comprehensive Loss link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Condensed Consolidated Statements of Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Condensed Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - Overview and Basis of Presentation link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Marketable Securities link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Inventory link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Leases link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Accrued Expenses link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - Product Revenue link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - Share-Based Payments link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - Loss per Share link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - Subsequent Events link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - Summary of Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - Marketable Securities (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - Disclosure - Inventory (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - Leases (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - Accrued Expenses (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - Product Revenue (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - Share-Based Payments (Tables) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - Loss per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - Overview and Basis of Presentation (Details) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - Fair Value Measurements - Summary of Cash Equivalents and Marketable Securities Measured at Fair Value on a Recurring Basis (Details) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - Fair Value Measurements - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - Marketable Securities - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Marketable Securities - Schedule of Marketable Securities (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Inventory (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - Leases - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Leases - Schedule of Lease Expense and Other Information Related to Leases (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Leases - Schedule of Undiscounted Minimum Rental Commitments under Non-cancelable Leases (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Leases - Schedule of Undiscounted Minimum Rental Commitments under Non-cancelable Leases (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - Leases - Schedule of Future Minimum Lease Payments to be Received under the Long-term Sublease Agreements (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Accrued Expenses (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Product Revenue - Schedule of Product Revenue, Net (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Product Revenue - Schedule of Product Revenue Allowance and Reserve (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - Product Revenue - Schedule of Revenue-related Reserves (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - Product Revenue - Schedule of Changes in Contract Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Share-Based Payments - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Share-Based Payments - Schedule of Company's Stock Option Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - Share-Based Payments - Schedule of RSU Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - Share-Based Payments - Schedule of PSU, Market-based Stock Unit or MSU Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - Share-Based Payments - Schedule of Stock-Based Compensation Expense by Award Type Included within the Condensed Consolidated Statements of Operations (Details) link:presentationLink link:calculationLink link:definitionLink 9954500 - Disclosure - Share-Based Payments - Schedule of Expenses Related to Stock Options and Stock-based Awards (Details) link:presentationLink link:calculationLink link:definitionLink 9954501 - Disclosure - Loss per Share (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 8 agio-20240630_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 9 agio-20240630_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 10 agio-20240630_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Government securities US Government Corporations and Agencies Securities [Member] Unrealized gain (loss) on available-for-sale securities OCI, Debt Securities, Available-for-Sale, Gain (Loss), before Adjustment, Tax Adjustments to reconcile net loss from operations to net cash used in operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Unrealized Losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Schedule of Lease Expense and Other Information Related to Leases Lease, Cost [Table Text Block] Accounts receivable, net Contract with Customer, Asset, after Allowance for Credit Loss, Current Cover [Abstract] Net change in cash and cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Schedule of Undiscounted Minimum Rental Commitments under Non-cancelable Leases Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Trading Symbol Trading Symbol All Trading Arrangements All Trading Arrangements

[Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Non-NEOs Non-NEOs [Member] Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Net cash taxes (returned) paid Income Taxes Paid, Net Lease Arrangements [Axis] Lease Arrangements [Axis] Lease Arrangements Reduction of accounts receivable Accounts Receivable, Allowance for Credit Loss, Current Schedule of Stock-Based Compensation Expense by Award Type Included within the Condensed Consolidated Statements of Operations Share-Based Payment Arrangement, Cost by Plan [Table Text Block] Disposal Group Name [Domain] Disposal Group Name [Domain] Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Cash equivalents Cash Equivalents [Member] Accounts receivable, net Increase (Decrease) in Accounts Receivable Total, payments/returns relating to sales in the prior years Contract With Customer, Prior Years Reserve Recoveries Loss per Share Earnings Per Share, Policy [Policy Text Block] Overview and Basis of Presentation Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Operating lease liabilities Increase (Decrease) in Operating Lease Liability Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Fair Value Measurements Fair Value Disclosures [Text Block] Unrealized gain (loss) on available-for-sale securities OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment, after Tax Award Timing Disclosures [Line Items] 2010 Agreement Agreement 2010 [Member] Agreement 2010 Other Performance Measure, Amount Other Performance Measure, Amount Schedule of RSU Activity Schedule of Nonvested Restricted Stock Units Activity [Table Text Block] Leases Lessee, Operating Leases [Text Block] Common stock, outstanding (in shares) Beginning balance (in shares) Ending balance (in shares) Common Stock, Shares, Outstanding Operating lease costs Operating Lease, Cost 2007 Plan and 2013 Plan Two Thousand Seven Stock Incentive Plan And Two Thousand Thirteen Stock Incentive Plan [Member] Two Thousand Seven Stock Incentive Plan And Two Thousand Thirteen Stock Incentive Plan Total, payments/returns relating to sales in the current year Contract With Customer, Current Year Reserve Recoveries Common stock reserved for issuance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Operating lease liabilities, net of current portion Operating Lease, Liability, Noncurrent Financing activities Net Cash Provided by (Used in) Financing Activities, Continuing Operations [Abstract] Revenues: Revenue from Contract with Customer [Abstract] Plan Name [Domain] Plan Name [Domain] UNITED STATES UNITED STATES Vorasidenib Vorasidenib [Member] Vorasidenib Other non-current assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Net cash used in operating activities Net Cash Provided by (Used in) Operating Activities Treasury Stock Treasury Stock, Common [Member] U.S. Treasuries US Treasury Securities [Member] Plan Name [Axis] Plan Name [Axis] Potential development milestone payments, maximum Asset Acquisition, Contingent Consideration, Potential Developmental and Regulatory Milestone Payment Asset Acquisition, Contingent Consideration, Potential Developmental and Regulatory Milestone Payment Equity Components [Axis] Equity Components [Axis] Total revenue-related reserves Contract With Customer, Total Allowances And Reserves Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Total marketable securities Fair Value Debt Securities, Available-for-Sale Measurement Frequency [Axis] Measurement Frequency [Axis] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Cash proceeds Proceeds from Divestiture of Businesses Use of Estimates Use of Estimates, Policy [Policy Text Block] Total operating expenses Costs and Expenses Adjustment to Compensation, Amount Adjustment to Compensation Amount Investments [Domain] Investments [Domain] Additional paid-in capital Additional Paid in Capital, Common Stock Payables and Accruals [Abstract] Compensation Amount Outstanding Recovery Compensation Amount Disposal Group Classification [Axis] Disposal Group Classification [Axis] Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Accrued Expenses Accounts Payable and Accrued Liabilities Disclosure [Text Block] Company Selected Measure Amount Company Selected Measure Amount Geographical [Axis] Geographical [Axis] Tabular List, Table Tabular List [Table Text Block] Returns/ replacement, current provisions relating to sales in the current year Provision For Right To Recover Product In Current Year LevelÂ 3 Fair Value, Inputs, Level 3 [Member] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Remaining 2024 Lessor, Operating Lease, Payment to be Received, Remainder of Fiscal Year Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Agios Agios [Member] Agios Shares issued under 2013 ESPP (in shares) Stock Issued During Period, Shares, Employee Stock Purchase Plans Debt Securities, Available-for-sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Accrued expenses Total accrued expenses Accrued Liabilities, Current Total common stock equivalents (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Asset Acquisition [Axis] Asset Acquisition [Axis] Aggregate fair value of debt securities in unrealized loss position Debt Securities, Available-for-Sale, Unrealized Loss Position Cash and cash equivalents at beginning of the period Cash and cash equivalents at end of the period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Proceeds from sale of equipment Proceeds from Sale of Machinery and Equipment Net accretion of discount on marketable securities Accretion (Amortization) of Discounts and Premiums, Investments Current assets: Assets, Current [Abstract] Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax [Abstract] Inventory Inventory Disclosure [Text Block] Treasury stock (in shares) Treasury stock, beginning balance (in shares) Treasury stock, ending balance (in shares) Treasury Stock, Common, Shares Government Rebates Government Rebates [Roll Forward] Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Products and Services [Domain] Product and Service [Domain] Stock options Share-Based Payment Arrangement, Option [Member] Debt Securities, Available-for-sale [Table] Debt Securities, Available-for-Sale [Table] Vested (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures [Abstract] 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Preferred stock, outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name Award Type [Axis] Award Type [Axis] Corporate debt securities Corporate Debt Securities [Member] Exercised (in usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price NumberÂ of StockÂ Units Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Expired (in usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Expired in Period, Weighted Average Exercise Price Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Expired in Period, Weighted Average Exercise Price Work-in-process Inventory, Work in Process, Net of Reserves Property and equipment, net Property, Plant and Equipment, Net Total liabilities Liabilities Exercisable (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Exercise Price Common stock, par value (in usd per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Research and development Research and Development Expense Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Deductions Contract With Customer Asset Proceeds From Collection Of Receivables Realized gain on investments Realized Investment Gains (Losses) Expiration Date Trading Arrangement Expiration Date Operating lease liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, issued (in shares) Common Stock, Shares, Issued Entity [Domain] Entity [Domain] Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Component of accrued expenses Contract With Customer, Allowance And Reserves, Liability Employee stock purchase plan Employee Stock Purchase Plan 2013 [Member] Employee Stock Purchase Plan 2013 Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Common stock issued under stock incentive plan and ESPP (in shares) Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development expense Research and Development Expense [Member] Weighted-Averageâ€©Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Common stock, authorized (in shares) Common Stock, Shares Authorized Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Weighted-average number of common shares used in computing net loss per share â€“ diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Additions Contract With Customer, Asset, Revenue Recognized MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Total stockholdersâ€™ equity Beginning balance Ending balance Equity, Attributable to Parent Treasury stock, at cost (16,216,411 shares at JuneÂ 30, 2024 and DecemberÂ 31, 2023) Treasury Stock, Value Investing activities Net Cash Provided by (Used in) Investing Activities, Continuing Operations [Abstract] Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Standby letter of credit Letters of Credit Outstanding, Amount Milestone payment for achievement of specified ex-U.S. commercial milestone event Portion Of Potential Milestone Payment Receivable For Filing Of New Drug Application Portion Of Potential Milestone Payment Receivable For Filing Of New Drug Application Selling, general and administrative Selling, General and Administrative Expense Total, adjustments relating to prior years Contract With Customer, Prior Years Reserve Provisions Fair Value, Measurements, Recurring Fair Value, Recurring [Member] Opportunity to purchase of common stock (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Maximum Number of Shares Per Employee Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Product revenue, net Product [Member] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Balance Sheet Location [Domain] Statement of Financial Position Location, Balance [Domain] Contingent Payments and Royalty Rights Contingent Payments and Royalty Rights [Member] Contingent Payments and Royalty Rights Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Sixty-Four Sydney Street Lease Sixty-Four Sydney Street Lease [Member] Sixty-Four Sydney Street Lease Assets Assets [Abstract] Fair Value, by Balance Sheet Grouping [Table] Fair Value, by Balance Sheet Grouping [Table] Royalty Pharma Royalty Pharma [Member] Royalty Pharma Document Type Document Type Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Unrecognized compensation cost not expected to be recognized Share-based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not Expected To Be Recognized, Amount Share-based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not Expected To Be Recognized, Amount Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Accrued research and development costs Accrued Research And Development Costs, Current Returns/ replacement, beginning balance Returns/ replacement, ending balance Contract With Customer, Right To Recover Product, Reserve Royalty percent for sales over $1 billion (as a percent) Royalty Percentage Over One Billion Dollars Royalty Percentage Over One Billion Dollars Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost Preferred stock, $0.001 par value; 25,000,000 shares authorized; no shares issued or outstanding at JuneÂ 30, 2024 and DecemberÂ 31, 2023 Preferred Stock, Value, Outstanding Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Performance-based stock units Performance Stock Unit [Member] Performance Stock Unit Antidilutive Securities [Axis] Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Investment Type [Axis] Investment Type [Axis] Accounting Policies [Abstract] 2013 Stock Incentive Plan Two Thousand And Thirteen Stock Incentive Plan [Member] Two Thousand And Thirteen Stock Incentive Plan Fair Value Measurements Fair Value Measurement, Policy [Policy Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Lessor, Lease, Description [Line Items] Lessor, Lease, Description [Line Items] Thirty-Eight Sydney Street Lease Thirty-Eight Sydney Street Lease [Member] Thirty-Eight Sydney Street Lease Lease Arrangements [Domain] Lease Arrangements [Domain] Lease Arrangements [Domain] Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Equity Award [Domain] Award Type [Domain] 2025 Lessor, Operating Lease, Payment to be Received, Year One Name Outstanding Recovery, Individual Name Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Contractual adjustments, payments/returns relating to sales in the current year Contract With Customer, Contract Adjustment, Recoveries, Current Year Schedule of Common Stock Equivalents were Excluded from Calculation of Diluted Net Loss Per Share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Non-PEO NEO Non-PEO NEO [Member] Additional Paid-In Capital Additional Paid-in Capital [Member] Schedule of Product Revenue Allowance and Reserve Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block] Award Timing Predetermined Award Timing Predetermined [Flag] Recent Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Net loss per share - diluted (in usd per share) Earnings Per Share, Diluted Non-cash operating lease expense Operating Lease, Right-of-Use Asset, Periodic Reduction Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Schedule of PSU Activity Schedule of Nonvested Performance-Based Units Activity [Table Text Block] Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Cash, cash equivalents, and marketable securities Cash, Cash Equivalents, and Short-Term Investments Preferred stock, issued (in shares) Preferred Stock, Shares Issued Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Statement of Financial Position [Abstract] Stock-based compensation expense Share-Based Payment Arrangement, Noncash Expense Marketable securities Debt Securities, Available-for-Sale, Current Total Accounts Receivable, Allowance for Credit Loss [Roll Forward] Weighted-average period to recognize compensation expense (in years) Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Total revenue Product revenue, net Revenue from Contract with Customer, Excluding Assessed Tax Schedule of Changes in Contract Assets Contract With Customer, Asset And Liability, Product Revenue [Table Text Block] Other non-current liabilities Increase (Decrease) in Other Noncurrent Liabilities Statement of Comprehensive Income [Abstract] Net cash provided by investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating Income (Loss) Total liabilities and stockholdersâ€™ equity Liabilities and Equity Subsequent Events Subsequent Events [Text Block] Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Accrued compensation Employee-related Liabilities, Current Fair Value, Hierarchy [Axis] Fair Value Hierarchy and NAV [Axis] Marketable Securities Marketable Securities, Policy [Policy Text Block] Prepaid expenses and other current and non-current assets Increase (Decrease) in Prepaid Expense and Other Assets Legal Entity [Axis] Legal Entity [Axis] Interest income, net Interest Income (Expense), Nonoperating Underlying Security Market Price Change Underlying Security Market Price Change, Percent Individual: Individual [Axis] Common stock, $0.001 par value; 125,000,000 shares authorized; 73,091,490 shares issued and 56,875,079 shares outstanding at JuneÂ 30, 2024, and 72,161,489 shares issued and 55,945,078 shares outstanding at DecemberÂ 31, 2023 Common Stock, Value, Outstanding Accumulated Other Comprehensive Loss AOCI Attributable to Parent [Member] Total Lessor, Operating Lease, Payment to be Received Cancelled/Forfeited (in usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Forfeitures in Period, Weighted Average Exercise Price Inventory Total inventory Inventory, Net Products and Services [Axis] Product and Service [Axis] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Market-Based Stock Units Market-Based Stock Units [Member] Market-Based Stock Units Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Contractual adjustments, beginning balance Contractual adjustments, ending balance Contract With Customer, Contractual Adjustment Reserve Operating expenses: Operating Expenses [Abstract] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Sublease income Sublease Income Gain on sale of contingent payments Gain (Loss) On Sale Of Contingent Payments Gain (Loss) On Sale Of Contingent Payments Unvested shares, beginning balance (in usd per share) Unvested shares, ending balance (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Liabilities and stockholdersâ€™ equity Liabilities and Equity [Abstract] Restatement Determination Date Restatement Determination Date Vested and expected to vest (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Number Marketable securities Debt Securities, Available-for-Sale, Noncurrent Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Contractual Adjustments Contractual

Adjustments [Roll Forward] Schedule of Marketable Securities Schedule of Available-for-Sale Securities Reconciliation [Table Text Block] Outstanding, beginning balance (in usd per share) Outstanding, ending balance (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Operating lease assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Outstanding, beginning balance (in shares) Outstanding, ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Exercise Price Award Exercise Price Loss per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Common stock issued under stock incentive plan and ESPP Stock Issued During Period, Value, Stock Options Exercised Stockholdersâ€™ equity: Equity, Attributable to Parent [Abstract] Granted (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Contractual adjustments, adjustments relating to prior year Prior Year Provision For Contractual Adjustments Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] All Individuals All Individuals [Member] Depreciation and amortization Other Depreciation and Amortization PEO PEO [Member] Name Trading Arrangement, Individual Name Other income, net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Security deposit liability Security Deposit Liability Disposal Group Name [Axis] Disposal Group Name [Axis] Unrealized Gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Remaining lease terms Lessee, Operating Lease, Remaining Lease Term Net proceeds from stock option exercises and employee stock purchase plan Proceeds, Issuance of Shares, Share-Based Payment Arrangement, Including Option Exercised Unrecognized compensation expense excluding options Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Shares available for future issuance (in shares) Common Stock, Capital Shares Reserved for Future Issuance Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Discontinued Operations [Table] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Total cash equivalents Cash and Cash Equivalents, Fair Value Disclosure Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Local Phone Number Local Phone Number Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Number of unrealized loss position Debt Securities, Available-for-Sale, Unrealized Loss Position, Number of Positions Changes in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Allowance for credit losses Debt Securities, Available-for-Sale, Allowance for Credit Loss PEO Total Compensation Amount PEO Total Compensation Amount Lessor, Lease, Description [Table] Lessor, Lease, Description [Table] Schedule of Accrued Expenses Schedule of Accrued Liabilities [Table Text Block] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Vested and expected to vest (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Weighted Average Exercise Price Proceeds from maturities and sales of marketable securities Proceeds from Sale and Maturity of Debt Securities, Available-for-Sale Common Stock Common Stock [Member] Measure: Measure [Axis] Preferred stock, authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Entity Emerging Growth Company Entity Emerging Growth Company Entity Central Index Key Entity Central Index Key Government rebates, current provisions relating to sales in the current year Current Year Provisions For Rebate Reserve Selling, general and administrative expense General and Administrative Expense [Member] Schedule of Inventory Schedule of Inventory, Current [Table Text Block] Government rebates, adjustments relating to prior years Prior Year Provisions For Rebate Reserve Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Government rebates, payments/returns relating to sales in the current year Contract With Customer Rebate Reserve, Recoveries In Current Year Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in usd per share) Preferred Stock, Par or Stated Value Per Share Financial Instrument [Axis] Financial Instrument [Axis] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Stock-based compensation expense APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Title Trading Arrangement, Individual Title Statement [Table] Statement [Table] Fair Value, Measurement Frequency [Domain] Measurement Frequency [Domain] Summary of Significant Accounting Policies Significant Accounting Policies [Text Block] City Area Code City Area Code Current liabilities: Liabilities, Current [Abstract] Contingent royalty payment Gain Contingency, Royalty Percentage Of Net Sales Gain Contingency, Royalty Percentage Of Net Sales Disposal Group Classification [Domain] Disposal Group Classification [Domain] Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Level 1 Fair Value, Inputs, Level 1 [Member] Total current assets Assets, Current Statement of Cash Flows [Abstract] Supplemental disclosure of non-cash investing and financing transactions Noncash Investing and Financing Items [Abstract] Exercisable (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Weighted-Averageâ€©GrantÂ DateÂ FairÂ â€©Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Contract assets Change In Contract With Customer, Asset [Roll Forward] Change In Contract With Customer, Asset [Roll Forward] Contingent milestone payment Gain Contingency, Unrecorded Amount 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Earnings Per Share [Abstract] Raw materials Inventory, Raw Materials, Net of Reserves Accumulated deficit Retained Earnings (Accumulated Deficit) Schedule of Revenue-related Reserves Schedule Of Accounts Notes Loans And Financing Receivable1 [Table Text Block] Schedule of Market-based Stock Unit or MSU Activity Schedule of Nonvested Share Activity [Table Text Block] Payments associated with license agreement Payments For Asset Acquisition Payments For Asset Acquisition Inventory Increase (Decrease) in Inventories Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Weighted-average incremental borrowing rate Operating Lease, Weighted Average Discount Rate, Percent Operating lease liabilities Operating Lease, Liability Net cash provided by financing activities Net Cash Provided by (Used in) Financing Activities Agios Oncology Business Agios Oncology Business [Member] Agios Oncology Business Underlying Securities Award Underlying Securities Amount Marketable Securities Investments in Debt and Marketable Equity Securities (and Certain Trading Assets) Disclosure [Text Block] Amendment Flag Amendment Flag Entity Registrant Name Entity Registrant Name Gain on disposal of property and equipment Gain (Loss) on Disposition of Property Plant Equipment Operating activities Net Cash Provided by (Used in) Operating Activities, Continuing Operations [Abstract] Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Number of debt securities in unrealized loss position for less than one year Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months, Number of Positions Fair Value as of Grant Date Award Grant Date Fair Value Fair value of assets (liabilities) Fair Value, Net Asset (Liability) Subsequent Events [Abstract] Level 2 Fair Value, Inputs, Level 2 [Member] Fair Value Hierarchy [Domain] Fair Value Hierarchy and NAV [Domain] Geographical [Domain] Geographical [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Schedule of Product Revenue, Net Disaggregation of Revenue [Table Text Block] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Schedule of Expenses Related to Stock Options and Stock-based Awards Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Restatement Determination Date: Restatement Determination Date [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Title of 12(b) Security Title of 12(b) Security Share-Based Payment Arrangement [Abstract] Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Other Noncurrent Assets Other Noncurrent Assets [Member] Expired (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Expired in Period Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Expired in Period Certificates of deposit Certificates of Deposit [Member] Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Forfeited/Expired (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] NumberÂ of StockÂ Options Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Net loss per share - basic (in usd per share) Earnings Per Share, Basic Returns/ replacement, payments/returns relating to sales in the prior years Contract With Customer Right To Recover Product, Prior Year Recoveries Accounts payable Increase (Decrease) in Accounts Payable Government rebates, payments/returns relating to sales in the prior years Contract With Customer Rebate Reserve, Recoveries In Prior Years Cash paid for amounts included in the measurement of operating lease liabilities Operating Lease, Payments Current: Current Asset [Member] Current Asset Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Additions to property and equipment in accounts payable and accrued expenses Capital Expenditures Incurred but Not yet Paid Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Unrecognized compensation expense related to options Share-Based Payment Arrangement, Nonvested Award, Option, Cost Not yet Recognized, Amount Total assets Assets Cost of sales Cost of Goods and Services Sold Alnylam Pharmaceuticals, Inc. Alnylam Pharmaceuticals, Inc. [Member] Alnylam Pharmaceuticals, Inc. Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Summary of Cash Equivalents and Marketable Securities Measured at Fair Value on a Recurring Basis Fair Value, Assets Measured on Recurring Basis [Table Text Block] Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Other non-current liabilities Other Liabilities, Noncurrent Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Accumulated other comprehensive loss AOCI, Debt Securities, Available-for-Sale, Adjustment, after Tax Termination Date Trading Arrangement Termination Date Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Share-Based Payments Share-Based Payment Arrangement [Text Block] Entity Address, City or Town Entity Address, City or Town Schedule of Company's Stock Option Activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] TIBSOVO TIBSOVO [Member] TIBSOVO Total stock-based compensation expense Share-Based Payment Arrangement, Expense Net loss Net loss Net loss Net loss Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Investments, Debt and Equity Securities [Abstract] Granted (in usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Forfeited/Expired (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number Employee stock purchase plan Employee stock purchase plan shares Employee Purchase Plan [Member] Employee Purchase Plan Product Revenue Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Accrued other Other Accrued Liabilities, Current Total cash equivalents and marketable securities Assets, Fair Value Disclosure Accrued expenses and other current liabilities Increase (Decrease) in Accrued Liabilities and Other Operating Liabilities Name Forgone Recovery, Individual Name Remaining 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted-average remaining lease term Operating Lease, Weighted Average Remaining Lease Term Document Period End Date Document Period End Date Finished goods Inventory, Finished Goods, Net of Reserves Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Undiscounted minimum rental commitments Lessee, Operating Lease, Liability, to be Paid Unvested shares, beginning balance (in shares) Unvested shares, ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Contractual adjustments, payments/returns relating to sales in the prior year Contract With Customer, Contract Adjustment, Recoveries, Prior Year Insider Trading Arrangements [Line Items] Total, current provisions relating to sales in the current year Contract With Customer, Current Year Reserve Provisions Contract assets, beginning balance Contract assets, ending balance Contract with Customer, Asset, after Allowance for Credit Loss Inventory Disclosure [Abstract] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Government rebates, beginning balance Government rebates, ending balance Contract With Customer, Rebate Reserve Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Discontinued Operations, Disposed of by Sale Discontinued Operations, Disposed of by Sale [Member] Adjustment to Compensation: Adjustment to Compensation [Axis] Prepaid expenses and other current assets Prepaid Expense and Other Assets, Current Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Returns/ replacement, adjustments relating to prior years Provision For Right To Recover Product In Prior Years Fair Value Measurements, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Entity Current Reporting Status Entity Current Reporting Status Returns/ replacement, payments/returns relating to sales in the current year Contract With Customer Right To Recover Product, Current Year Recoveries Accumulated Deficit Retained Earnings [Member] Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Asset Acquisition [Domain] Asset Acquisition [Domain] Returns/ Replacement Product Returns [Roll Forward] Weighted-average number of common shares used in computing net loss per share - basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Area of premises subleased (in square feet) Lessee, Operating Sublease, Area Of Premises Subleased Lessee, Operating Sublease, Area Of Premises Subleased Restricted stock units Restricted Stock Units (RSUs) [Member] Realized gain (loss) on marketable securities Debt Securities, Available-for-Sale, Realized Gain (Loss) Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Accrued professional fees Accrued Professional Fees, Current Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Cancelled/Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Contractual adjustments, current provisions relating to sales in the current year Current Year Provision For Contractual Adjustments Non-current: Non Current Assets [Member] Non Current Assets Entity Filer Category Entity Filer Category Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Schedule of Future Minimum Lease Payments to be Received under the Long-term Sublease Agreements Lessor, Operating Lease, Payment to be Received, Maturity [Table Text Block] Purchases of marketable securities Payments to Acquire Debt Securities, Available-for-Sale Company Selected Measure Name Company Selected Measure Name EX-101.PRE 11 agio-20240630_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 13 R1.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Cover Page - shares 6 Months Ended Jun. 30, 2024 Jul. 26, 2024 Cover [Abstract] Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Period End Date Jun. 30, 2024 Â Document Transition Report false Â Entity File Number 001-36014 Â Entity Registrant Name AGIOS PHARMACEUTICALS, INC. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 26-0662915 Â Entity Address, Address Line One 88 Sidney Street Â Entity Address, City or Town Cambridge Â Entity Address, State or Province MA Â Entity Address, Postal Zip Code 02139 Â City Area Code 617 Â Local Phone Number 649-8600 Â Title of 12(b) Security Common Stock, Par Value $0.001 per share Â Trading Symbol AGIO Â Security Exchange Name NASDAQ Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Large Accelerated Filer Â Entity Small Business false Â Entity Emerging Growth Company false Â

Entity Shell Company false Â Entity Common Stock, Shares Outstanding Â 56,893,130 Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q2 Â Amendment Flag false Â Entity Central Index Key 0001439222 Â Current Fiscal Year End Date --12-31 Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 14 R2.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Balance Sheets - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 84,518 $ 88,205 Marketable securities 485,374 688,723 Accounts receivable, net 3,762 2,810 Inventory 23,937 19,076 Prepaid expenses and other current assets 34,536 35,021 Total current assets 632,127 833,835 Marketable securities 75,404 29,435 Operating lease assets 48,750 54,409 Property and equipment, net 12,726 15,382 Other non-current assets 4,056 4,057 Total assets 773,063 937,118 Current liabilities: Â Â Accounts payable 10,035 9,780 Accrued expenses 36,742 43,167 Operating lease liabilities 15,860 15,008 Total current liabilities 62,637 67,955 Operating lease liabilities, net of current portion 48,760 56,988 Other non-current liabilities 1,156 1,156 Total liabilities 112,553 126,099 Stockholdersâ€™ equity: Â Â Preferred stock, $0.001 par value; 25,000,000 shares authorized; no shares issued or outstanding at JuneÂ 30, 2024 and DecemberÂ 31, 2023 0 0 Common stock, $0.001 par value; 125,000,000 shares authorized; 73,091,490 shares issued and 56,875,079 shares outstanding at JuneÂ 30, 2024, and 72,161,489 shares issued and 55,945,078 shares outstanding at DecemberÂ 31, 2023 73 72 Additional paid-in capital 2,464,284 2,436,523 Accumulated other comprehensive loss (1,045) (441) Treasury stock, at cost (16,216,411 shares at JuneÂ 30, 2024 and DecemberÂ 31, 2023) (802,486) (802,486) Accumulated deficit (1,000,316) (822,649) Total stockholdersâ€™ equity 660,510 811,019 Total liabilities and stockholdersâ€™ equity $ 773,063 $ 937,118 X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapitalCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards

Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionValue of common shares held by shareholders. Excludes common shares repurchased and held as treasury shares. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockValueOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerAssetNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details

Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue of nonredeemable preferred shares and preferred shares redeemable solely at option of issuer, held by shareholders. Excludes preferred shares repurchased and held as treasury shares. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockValueOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount allocated to treasury stock. Treasury stock is common and preferred shares of an entity that were issued, repurchased by the entity, and are held in its treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 15 R3.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Balance Sheets (parenthetical)

- $ / shares Jun. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Preferred stock, par value (in usd per share) $ 0.001 $ 0.001 Preferred stock, authorized (in shares) 25,000,000 25,000,000 Preferred stock, issued (in shares) 0 0 Preferred stock, outstanding (in shares) 0 0 Common stock, par value (in usd per share) $ 0.001 $ 0.001 Common stock, authorized (in shares) 125,000,000 125,000,000 Common stock, issued (in shares) 73,091,490 72,161,489 Common stock, outstanding (in shares) 56,875,079 55,945,078 Treasury stock (in shares) 16,216,411 16,216,411 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of previously issued common shares repurchased by the issuing entity and held in treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant XML 16 R4.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Operations - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Revenues: Â Â Â Â Total revenue $ 8,615 $ 6,712 $ 16,804 $ 12,321 Operating expenses: Â Â Â Â Cost of sales 1,495 1,108 2,122 1,662 Research and development 77,401 68,895 146,021 136,196 Selling, general and administrative 35,536 30,409 66,550 58,776 Total operating expenses 114,432 100,412 214,693 196,634 Loss from operations (105,817) (93,700) (197,889) (184,313) Interest income, net 8,120 8,254 17,009 16,345 Other income, net 1,579 1,640 3,213 3,144 Net loss $ (96,118) $ (83,806) $ (177,667) $ (164,824) Net loss per share - basic (in usd per share) $ (1.69) $ (1.51) $ (3.14) $ (2.97) Net loss per share - diluted (in usd per share) $ (1.69) $ (1.51) $ (3.14) $ (2.97) Weighted-average number of common shares used in computing net loss per share - basic (in shares) 56,802,546 55,604,330 56,593,011 55,435,796 Weighted-average number of common shares used in computing net loss per share â€“ diluted (in shares) 56,802,546 55,604,330 56,593,011 55,435,796 Product revenue, net Â Â Â Â Revenues: Â Â Â Â Total revenue $ 8,615 $ 6,712 $ 16,804 $ 12,321 X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTotal costs of sales and operating expenses for the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_CostsAndExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name 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X - DefinitionAmount of interest income (expense) classified as nonoperating. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48 + Details Name: us-gaap_InterestIncomeExpenseNonoperatingNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: 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-Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units

not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 17 R5.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Comprehensive Loss - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Statement of Comprehensive Income [Abstract] Â Â Â Â Â Net loss $ (96,118) $ (83,806) $ (177,667) $ (164,824) Other comprehensive income (loss) Â Â Â Â Â Unrealized gain (loss) on available-for-sale securities 42 (459) (604) 3,665 Comprehensive loss $ (96,076) $ (84,265) $ (178,271) $ (161,159) X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfIncomeAndComprehensiveIncomeAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 18 R6.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Stockholders' Equity - USD ($) $ in Thousands Total Common Stock Additional Paid-In Capital Accumulated Other Comprehensive Loss Accumulated Deficit Treasury Stock Beginning balance (in shares) at Dec. 31, 2022 Â 71,256,118,000 Â Â Â Â Beginning balance at Dec. 31, 2022 $ 1,100,814 $ 71 $ 2,386,325 $ (12,535) $ (470,561) $ (802,486) Treasury stock, beginning balance (in shares) at Dec. 31, 2022 Â Â Â Â Â (16,216,411,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Unrealized gain (loss) on available-for-sale securities 4,124 Â Â Â 4,124 Â Â Common stock issued under stock incentive plan and ESPP (in shares) Â 501,660,000 Â Â Â Â Common stock issued under stock incentive plan and ESPP 2,467 $ 1 2,466 Â Â Â Stock-based compensation expense 10,139 Â 10,139 Â Â Â Net loss (81,018) Â Â Â (81,018) Â Ending balance (in shares) at Mar. 31, 2023 Â 71,757,778,000 Â Â Â Â Ending balance at Mar. 31, 2023 1,036,526 $ 72 2,398,930 (8,411) (551,579) $ (802,486) Treasury stock, ending balance (in shares) at Mar. 31, 2023 Â Â Â Â Â (16,216,411,000) Beginning balance (in shares) at Dec. 31, 2022 Â 71,256,118,000 Â Â Â Â Beginning balance at Dec. 31, 2022 1,100,814 $ 71 2,386,325 (12,535) (470,561) $ (802,486) Treasury stock, beginning balance (in shares) at Dec. 31, 2022 Â Â Â Â Â Â (16,216,411,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Net loss (164,824) Â Â Â Â Â Ending balance (in shares) at Jun. 30, 2023 Â 71,951,186,000 Â Â Â Â Ending balance at Jun. 30, 2023 964,236 $ 72 2,410,905 (8,870) (635,385) $ (802,486) Treasury stock, ending balance (in shares) at Jun. 30, 2023 Â Â Â Â Â Â (16,216,411,000) Beginning balance (in shares) at Mar. 31, 2023 Â 71,757,778,000 Â Â Â Â Beginning balance at Mar. 31, 2023 1,036,526 $ 72 2,398,930 (8,411) (551,579) $ (802,486) Treasury stock, beginning balance (in shares) at Mar. 31, 2023 Â Â Â Â Â (16,216,411,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Unrealized gain (loss) on available-for-sale securities (459) Â Â (459) Â Â Common stock issued under stock incentive plan and ESPP (in shares) Â 193,408,000 Â Â Â Â Common stock issued under stock incentive plan and ESPP 238 Â 238 Â Â Â Stock-based compensation expense 11,737 Â 11,737 Â Â Â Net loss (83,806) Â Â Â (83,806) Â Ending balance (in shares) at Jun. 30, 2023 Â 71,951,186,000 Â Â Â Â Ending balance at Jun. 30, 2023 $ 964,236 $ 72 2,410,905 (8,870) (635,385) $ (802,486) Treasury stock, ending balance (in shares) at Jun. 30, 2023 Â Â Â Â Â (16,216,411,000) Beginning balance (in shares) at Dec. 31, 2023 55,945,078 72,161,489,000 Â Â Â Â Beginning balance at Dec. 31, 2023 $ 811,019 $ 72 2,436,523 (441) (822,649) $ (802,486) Treasury stock, beginning balance (in shares) at Dec. 31, 2023 (16,216,411) Â Â Â Â Â (16,216,411,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Unrealized gain (loss) on available-for-sale securities $ (646) Â Â (646) Â Â Common stock issued under stock incentive plan and ESPP (in shares) Â 806,433,000 Â Â Â Â Common stock issued under stock incentive plan and ESPP 5,864 $ 1 5,863 Â Â Â Stock-based compensation expense 9,234 Â 9,234 Â Â Â Net loss (81,549) Â Â Â (81,549) Â Ending balance (in shares) at Mar. 31, 2024 Â 72,967,922,000 Â Â Â Â Ending balance at Mar. 31, 2024 $ 743,922 $ 73 2,451,620 (1,087) (904,198) $ (802,486) Treasury stock, ending balance (in shares) at Mar. 31, 2024 Â Â Â Â Â (16,216,411,000) Beginning balance (in shares) at Dec. 31, 2023 55,945,078 72,161,489,000 Â Â Â Â Beginning balance at Dec. 31, 2023 $ 811,019 $ 72 2,436,523 (441) (822,649) $ (802,486) Treasury stock, beginning balance (in shares) at Dec. 31, 2023 (16,216,411) Â Â Â Â Â (16,216,411,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Common stock issued under stock incentive plan and ESPP (in shares) 184,331 Â Â Â Â Â Net loss $ (177,667) Â Â Â Â Â Ending balance (in shares) at Jun. 30, 2024 56,875,079 73,091,490,000 Â Â Â Â Ending balance at Jun. 30, 2024 $ 660,510 $ 73 2,464,284 (1,045) (1,000,316) $ (802,486) Treasury stock, ending balance (in shares) at Jun. 30, 2024 (16,216,411) Â Â Â Â (16,216,411,000) Beginning balance (in shares) at Mar. 31, 2024 Â 72,967,922,000 Â Â Â Â Beginning balance at Mar. 31, 2024 $ 743,922 $ 73 2,451,620 (1,087) (904,198) $ (802,486) Treasury stock, beginning balance (in shares) at Mar. 31, 2024 Â Â Â Â Â (16,216,411,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Unrealized gain (loss) on available-for-sale securities 42 Â Â 42 Â Â Common stock issued under stock incentive plan and ESPP (in shares) Â 123,568,000 Â Â Â Â Common stock issued under stock incentive plan and ESPP 1,099 Â 1,099 Â Â Â Stock-based compensation expense 11,565 Â 11,565 Â Â Â Net loss $ (96,118) Â Â Â (96,118) Â Ending balance (in shares) at Jun. 30, 2024 56,875,079 73,091,490,000 Â Â Â Â Ending balance at Jun. 30, 2024 $ 660,510 $ 73 $ 2,464,284 $ (1,045) $ (1,000,316) $ (802,486) Treasury stock, ending balance (in shares) at Jun. 30, 2024 (16,216,411) Â Â Â Â (16,216,411,000) X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInStockholdersEquityRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, before adjustment, of tax expense (benefit) for unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale) and unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 12 -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-12 + Details Name: us-gaap_OtherComprehensiveIncomeLossAvailableForSaleSecuritiesBeforeReclassificationAdjustmentsTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionValue of stock issued as a result of the exercise of stock options. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of previously issued common shares repurchased by the issuing entity and held in treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant XML 19 R7.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Cash Flows - USD ($) $ in Thousands 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Operating activities Â Â Net loss $ (177,667) $ (164,824) Adjustments to reconcile net loss from operations to net cash used in operating activities: Â Â Depreciation and amortization 2,941 3,597 Stock-based compensation expense 20,799 21,876 Net accretion of discount on marketable securities (5,136) (5,738) Gain on disposal of property and equipment (39) (150) Non-cash operating lease expense 5,659 5,263 Realized gain on investments (153) 0 Changes in operating assets and liabilities: Â Â Accounts receivable, net (952) (45) Inventory (4,861) (7,179) Prepaid expenses and other current and non-current assets 486 2,103 Accounts payable 268 (6,837) Accrued expenses and other current liabilities (6,425) (1,161) Operating lease liabilities (7,376) (6,713) Other non-current liabilities 0 (2,123) Net cash used in operating activities (172,456) (161,931) Investing activities Â Â Purchases of marketable securities (348,604) (232,486) Proceeds from maturities and sales of marketable securities 510,669 337,453 Purchases of property and equipment (299) (396) Proceeds from sale of equipment 40 150 Net cash provided by investing activities 161,806 104,721 Financing activities Â Â Net proceeds from stock option exercises and employee stock purchase plan 6,963 2,704 Net cash provided by financing activities 6,963 2,704 Net change in cash and cash equivalents (3,687) (54,506) Cash and cash equivalents at beginning of the period 88,205 139,259 Cash and cash equivalents at end of the period 84,518 84,753 Supplemental disclosure of non-cash investing and financing transactions Â Â Additions to property and equipment in accounts payable and accrued expenses 42 6 Net cash taxes (returned) paid $ (603) $ 801 X - DefinitionThe sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting

Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFuture cash outflow to pay for purchases of fixed assets that have occurred. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_CapitalExpendituresIncurredButNotYetPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnSaleOfPropertyPlantEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in accrued expenses, and obligations classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccruedLiabilitiesAndOtherOperatingLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in obligation for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_IncreaseDecreaseInOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in noncurrent operating liabilities classified as other. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOtherNoncurrentLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesContinuingOperationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesContinuingOperationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 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includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow from issuance of shares under share-based payment arrangement. Includes, but is not limited to, option exercised. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromIssuanceOfSharesUnderIncentiveAndShareBasedCompensationPlansIncludingStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from sale, maturity, prepayment and call of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-11Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfAvailableForSaleSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from sale of machinery and equipment. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleOfMachineryAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of realized gain (loss) on investment. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(3)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_RealizedInvestmentGainsLosses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 20 R8.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Overview and Basis of Presentation 6 Months Ended Jun. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Overview and Basis of Presentation Overview and Basis of PresentationReferences to AgiosThroughout this Quarterly Report on FormÂ 10-Q,Â "Agios," "the company," â€œwe,â€ â€œus,â€ and â€œour,â€ and similar expressions, except where the context requires otherwise, refer to Agios Pharmaceuticals, Inc. and its consolidated subsidiaries, and â€œour Board of Directorsâ€ refers to the board of directors of Agios Pharmaceuticals, Inc.OverviewWe are a biopharmaceutical company committed to transforming patientsâ€™ lives through leadership in the field of cellular metabolism, with the goal of creating differentiated medicines for rare diseases, with a focus on classical hematology. With a history of focused study on cellular metabolism, we have a deep and mature understanding of this biology, which is involved in the healthy functioning of nearly every system in the body. Building on this expertise, these learnings can be rapidly applied to our clinical trials with the goal of developing medicines that can have a significant impact for patients. We accelerate the impact of our portfolio by cultivating connections with patient communities, healthcare professionals, partners and colleagues to discover, develop and deliver potential therapies for rare diseases. We are located in Cambridge, Massachusetts.The lead product candidate in our portfolio, PYRUKYNDÂ® (mitapivat), is an activator of both wild-type and mutant pyruvate kinase, or PK, enzymes for the potential treatment of hemolytic anemias. In February 2022, the U.S. Food and Drug Administration, or FDA, approved PYRUKYNDÂ® for the treatment of hemolytic anemia in adults with PK deficiency in the United States. In November 2022, we received marketing authorization from the European Commission for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients in the European Union, or EU. In December 2022, we received marketing authorization in Great Britain for PYRUKYNDÂ® for the treatment of PK deficiency in adult patients under the European Commission Decision Reliance Procedure. In addition, we are currently evaluating PYRUKYNDÂ® in clinical trials for the treatment of thalassemia, sickle cell disease, or SCD, and in pediatric patients with PK deficiency. We are also developing (i) AG-946 (tebapivat), a novel PK activator, for the potential treatment of lower-risk myelodysplastic syndrome, or LR MDS, and hemolytic anemias, and (ii) AG-181, our phenylalanine hydroxylase, or PAH, stabilizer for the potential treatment of phenylketonuria, or PKU.In addition to the aforementioned development programs, in July 2023 we entered into a license agreement with Alnylam Pharmaceuticals, Inc., or Alnylam, for the development and commercialization of products containing or comprised of an siRNA preclinical development candidate discovered by Alnylam and targeting the transmembrane serine protease 6, or TMPRSS6, gene, and we have begun preclinical development of a product candidate for the potential disease-modifying treatment of patients with polycythemia vera, or PV, a rare blood disorder. We are subject to risks common to companies in our industry including, but not limited to, uncertainties relating to conducting preclinical and clinical research and development, the manufacture and supply of products for clinical and commercial use, obtaining and maintaining regulatory approvals and pricing and reimbursement for our products, market acceptance, managing global growth and operating expenses, availability of additional capital, competition, obtaining and enforcing patents, stock price volatility, dependence on collaborative relationships and third-party service providers, dependence on key personnel, potential litigation, potential product liability claims and potential government investigations. Alnylam License AgreementOn July 28, 2023, we entered into a license agreement with Alnylam under which we acquired the rights to develop and commercialize Alnylamâ€™s novel preclinical siRNA targeting the TMPRSS6 gene, as a potential disease-modifying treatment for patients with PV. Because the acquired assets do not meet the definition of a business in accordance with Accounting Standards Codification, or ASC, 805, Business Combinations, we accounted for the agreement as an asset acquisition. In accordance with the license agreement, in the twelve months ended December 31, 2023, we made an up-front payment to Alnylam and recognized in-process research and development of $17.5Â million. We will also pay Alnylam for certain expenses associated with the development of the TMPRSS6 program, and these will be recorded in our Consolidated Statements of Operations as incurred. Additionally, we are responsible to pay up to $130.0Â million in potential development and regulatory milestones, in addition to sales milestones as well as tiered royalties on annual net sales, if any, of licensed products, which may be subject to specified reductions and offsets.Sale of Oncology Business to Servier and Sale of Contingent Payments and Royalty RightsOn March 31, 2021, we completed the sale of our oncology business to Servier Pharmaceuticals, LLC, or Servier, which represented a discontinued operation. The transaction included the sale of our oncology business, including TIBSOVOÂ®, our clinical-stage product candidates vorasidenib, AG-270 and AG-636, and our oncology research programs for a payment of approximately $1.8Â billion in cash at the closing, subject to certain adjustments, and a payment of $200.0Â million in cash, if, prior to January 1, 2027, vorasidenib is granted new drug application, or NDA, approval from the FDA with an approved label that permits vorasidenibâ€™s use as a single agent for the adjuvant treatment of patients with Grade 2 glioma that have an isocitrate dehydrogenase, or IDH, 1 or 2 mutation (and, to the extent required by such approval, the vorasidenib companion diagnostic test is granted an FDA premarket approval), or the Vorasidenib Milestone Payment, as well as a royalty of 5% of U.S. net sales of TIBSOVOÂ® from the close of the transaction through loss of exclusivity, and a royalty of 15% of U.S. net sales of vorasidenib from the first commercial sale of vorasidenib through loss of exclusivity, or the Vorasidenib Royalty Rights. The Vorasidenib Milestone Payment, Vorasidenib Royalty Rights and royalty payments related to TIBSOVOÂ® are referred to as contingent payments and recognized as income when realizable. Servier also acquired our co-commercialization rights for Bristol Myers Squibbâ€™s IDHIFAÂ® and the right to receive a $25.0Â million potential milestone payment under our prior collaboration agreement with Celgene Corporation, or Celgene, and following the sale Servier will conduct certain clinical development activities within the IDHIFAÂ® development program.In October 2022, we sold our rights to future contingent payments associated with the royalty of 5% of U.S. net sales of TIBSOVOÂ® from the close of the transaction through the loss of exclusivity to entities affiliated with Sagard Healthcare Partners, or Sagard, and recognized income of $127.9Â million within the gain on sale of contingent payments line item in our Consolidated Statements of Operations for the year ended DecemberÂ 31, 2022. In February 2024, Servier announced that it received filing acceptance and priority review from the FDA for its NDA for vorasidenib for the treatment of certain IDH-mutant diffuse glioma and accelerated assessment from the European Medicines Agency, or EMA, for its Marketing Authorization Application, or MAA, for vorasidenib. The FDA assigned the NDA a Prescription Drug User Fee Act, or PDUFA, action date of August 20, 2024, and Servier anticipates that the European Commission will approve its MAA in the second half of 2024.In May 2024, we entered into a purchase and sale agreement to sell the Vorasidenib Royalty Rights to Royalty Pharma Investments 2019 ICAV, or Royalty Pharma, for $905.0Â million in cash, which sale is contingent upon NDA approval of vorasidenib by the FDA on or before October 31, 2024, and other customary closing conditions. Upon consummation of the sale, Royalty Pharma will acquire 100% of the Vorasidenib Royalty Rights payments made by Servier on account of up to $1.0 billion in net sales for each calendar year. In addition, any such Vorasidenib Royalty Rights payments made by Servier on account of U.S. net sales in each calendar year in excess of $1.0 billion will be split, with Royalty Pharma having the rights to a 12% earn-out on those excess payments and Agios retaining the rights to a 3% earn-out on those excess payments, or the Retained Earn-Out Rights. We retain our rights to the potential Vorasidenib Milestone Payment.Basis of PresentationThe condensed consolidated balance sheet as of JuneÂ 30, 2024, the condensed consolidated statements of operations, comprehensive loss and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and the condensed consolidated statements of cash flows for the six months ended June 30, 2024 and 2023 are unaudited. The unaudited condensed consolidated financial statements have been prepared on the same basis as the annual financial statements and, in the opinion of our management, reflect all adjustments, which include only normal recurring adjustments, necessary to fairly state our financial position as of JuneÂ 30, 2024, our results of operations and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and cash flows for the six months ended June 30, 2024 and 2023. The financial data and the other financial information disclosed in these notes to the condensed consolidated financial statements related to the three and six-month periods are also unaudited. The results of operations for the three and six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the year ending DecemberÂ 31, 2024 or for any other future annual or interim period. The condensed consolidated balance sheet data as of DecemberÂ 31, 2023 was derived from our audited financial statements, but does not include all disclosures required by U.S. generally accepted accounting principles, or U.S. GAAP. The condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in our Annual Report on FormÂ 10-K for the year ended DecemberÂ 31, 2023 that was filed with the Securities and Exchange Commission, or SEC, on FebruaryÂ 15, 2024.Our condensed consolidated financial statements include our accounts and the accounts of our wholly owned subsidiaries. All intercompany transactions have been eliminated in consolidation. The condensed consolidated financial statements have been prepared in conformity with U.S. GAAP.Use of EstimatesThe preparation of our condensed consolidated financial statements requires us to make estimates, judgments and assumptions that may affect the reported amounts of assets, liabilities, equity, revenues and expenses and related disclosure of contingent assets and liabilities. On an ongoing basis we evaluate our estimates, judgments and methodologies. We base our estimates on historical experience and on various other assumptions that we believe are reasonable, the results of which form the basis for making judgments about the carrying values of assets, liabilities and equity and the amount of revenues and expenses. The full extent to which pandemics or public health emergencies, may in the future directly or indirectly impact our business, results of operations and financial condition, including expenses, reserves and allowances, clinical trials, research and development costs and employee-related amounts, will depend on future developments that are highly uncertain.LiquidityAs of JuneÂ 30, 2024, we had cash, cash equivalents and marketable securities of $645.3 million. Although we have incurred recurring losses and expect to continue to incur losses for the foreseeable future, we expect our cash, cash equivalents and marketable securities to be sufficient to fund current operations for at least the next twelve months from the issuance of the financial statements. If we are unable to raise additional funds through equity or debt financings, we may be required to delay, limit, reduce or terminate product development or future commercialization efforts or grant rights to develop and market products or product candidates that we would otherwise prefer to develop and market ourselves. X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147480424/946-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R9.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Summary of Significant Accounting Policies 6 Months Ended Jun. 30, 2024 Accounting Policies [Abstract] Â Summary of Significant Accounting Policies Summary of Significant Accounting PoliciesThere have been no material changes to the significant accounting policies previously disclosed in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Recent Accounting PronouncementsAccounting standards that have been issued by the Financial Accounting Standards Board or other standards-setting bodies that do not require adoption until a future date are not expected to have a material impact on our financial statements upon adoption. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for all significant accounting policies of the reporting entity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap_SignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R10.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Fair Value Measurements 6 Months Ended Jun. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements Fair Value MeasurementsWe record cash equivalents and marketable securities at fair value. ASC 820, Fair Value Measurements and Disclosures, establishes a fair value hierarchy for those instruments measured at fair value that distinguishes between assumptions based on market data (observable inputs) and our own assumptions (unobservable inputs). The hierarchy consists of three levels:Level 1 â€“ Unadjusted quoted prices in active markets for identical assets or liabilities.Level 2 â€“ Quoted prices for similar assets and liabilities in active markets, quoted prices in markets that are not active, or inputs which are observable, directly or indirectly, for substantially the full term of the asset or liability.Level 3 â€“ Unobservable inputs that reflect our own assumptions about the assumptions market participants would use in pricing the asset or liability in which there is little, if any, market activity for the asset or liability at the measurement date.The following table summarizes our cash equivalents and marketable securities measured at fair value and by level on a recurring basis as of JuneÂ 30, 2024:(In thousands)Level 1Level 2Level3TotalCash equivalents$16,203Â $29,474Â $â€”Â $45,677Â Total cash equivalents16,203Â 29,474Â â€”Â 45,677Â Marketable securities:Certificates of deposit$â€”Â $11,878Â $â€”Â $11,878Â U.S. Treasuriesâ€”Â 102,260Â â€”Â 102,260Â Government securitiesâ€”Â 150,793Â â€”Â 150,793Â Corporate debt securitiesâ€”Â 295,847Â â€”Â 295,847Â Total marketable securitiesâ€”Â 560,778Â â€”Â 560,778Â Total cash equivalents and marketable securities$16,203Â $590,252Â $â€”Â $606,455Â Cash equivalents and marketable securities have been initially valued at the transaction price and are subsequently valued, at the end of each reporting period, utilizing third-party pricing services or other observable market data. The pricing services utilize industry standard valuation models, including both income and market-based approaches, and observable market inputs to determine value. After completing our validation procedures, we did not adjust or override any fair value measurements provided by the pricing services as of JuneÂ 30, 2024.There have been no changes to the valuation methods during the six months ended June 30, 2024, and we had no financial assets or liabilities that were classified as Level 3 at any point during the six months ended June 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R11.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Marketable Securities 6 Months Ended Jun. 30, 2024 Investments, Debt and Equity Securities [Abstract] Â Marketable Securities Marketable SecuritiesOur marketable securities are classified as available-for-sale pursuant to ASC 320, Investments â€“ Debt and Equity Securities, and are recorded at fair value. Unrealized gains and losses are included as a component of accumulated other comprehensive loss in the condensed consolidated balance sheets and statements of stockholdersâ€™ equity, and a component of total comprehensive loss in the condensed consolidated statements of comprehensive loss, until realized. Unrealized losses are evaluated for impairment under ASC 326, Financial Instruments - Credit Losses, to determine if the impairment is credit-related or noncredit-related. Credit-related impairment is recognized as an allowance on the condensed consolidated balance sheets with a corresponding adjustment to earnings, and noncredit-related impairment is recognized in other comprehensive income, net of taxes. Realized gains and losses are included in investment income on a specific-identification basis. There were no material realized gains or losses on marketable securities for the three and six months ended June 30, 2024 or 2023.Marketable securities at JuneÂ 30, 2024 consisted of the following:(In thousands)AmortizedCostUnrealizedGainsUnrealizedLossesFairValueCurrent:Certificates of deposit$11,885Â $â€”Â (7)11,878Â U.S. Treasuries77,271Â â€”Â (93)77,178Â Government securities147,335Â â€”Â (311)147,024Â Corporate debt securities249,719Â 1Â (426)249,294Â Total Current486,210Â 1Â (837)485,374Â Non-current:U.S. Treasuries25,132Â 8Â (58)25,082Â Government securities3,800Â â€”Â (31)3,769Â Corporate debt securities46,681Â 5Â (133)46,553Â Total Non-current75,613Â 13Â (222)75,404Â Total marketable securities$561,823Â $14Â $(1,059)$560,778Â Marketable securities at DecemberÂ 31, 2023 consisted of the following:(In thousands)AmortizedCostUnrealizedGainsUnrealizedLossesFairValueCurrent:U.S. Treasuries$30,876Â $â€”Â (56)30,820Â Government securities247,460Â 194Â (695)246,959Â Corporate debt securities411,045Â 874Â (975)410,944Â Total Current689,381Â 1,068Â (1,726)688,723Â Non-current:U.S. Treasuries4,802Â 30Â â€”Â 4,832Â Government securities9,986Â 75Â â€”Â 10,061Â Corporate debt securities14,430Â 112Â â€”Â 14,542Â Total Non-current29,218Â 217Â â€”Â 29,435Â Total marketable securities$718,599Â $1,285Â $(1,726)$718,158Â As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we held both current and non-current investments. Investments classified as current have maturities of less than one year. Investments classified as non-current are those that: (i)Â have a maturity of greater than one year, and (ii)Â we do not intend to liquidate within the next twelve months, although these funds are available for use and, therefore, are classified as available-for-sale.As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we held 194 and 151 debt securities, respectively, that were in an unrealized loss position for less than one year. We did not record an allowance for credit losses as of JuneÂ 30, 2024 and DecemberÂ 31, 2023 related to these securities. The aggregate fair value of debt securities in an unrealized loss position at JuneÂ 30, 2024 and DecemberÂ 31, 2023 was $538.0 million and $513.5 million, respectively. There were no individual securities that were in a significant unrealized loss position as of JuneÂ 30, 2024 and DecemberÂ 31, 2023. We regularly review the securities in an unrealized loss position and evaluate the current expected credit loss by considering factors such as historical experience, market data, issuer-specific factors, and current economic conditions. We do not consider these marketable securities to be impaired as of JuneÂ 30, 2024 and DecemberÂ 31, 2023. X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for investments in certain debt and equity securities. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 940 -SubTopic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/940-320/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-K (SK) -Number 229 -Section 1403 -Paragraph b -Publisher SECReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/320/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6BReference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/942-320/tableOfContent + Details Name: us-gaap_InvestmentsInDebtAndMarketableEquitySecuritiesAndCertainTradingAssetsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R12.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Inventory 6 Months Ended Jun. 30, 2024 Inventory Disclosure [Abstract] Â Inventory InventoryInventory, which consists of commercial supply of PYRUKYNDÂ®, consisted of the following:(In thousands)June 30,2024December 31, 2023Raw materials$90Â $51Â Work-in-process21,691Â 17,568Â Finished goods2,156Â 1,457Â Total inventory$23,937Â $19,076Â X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for inventory. Includes, but is not limited to, the basis of stating inventory, the method of determining inventory cost, the classes of inventory, and the nature of the cost elements included in inventory. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/330/tableOfContent + Details Name: us-gaap_InventoryDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R13.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Leases 6 Months Ended Jun. 30, 2024 Leases [Abstract] Â Leases LeasesOur building leases are comprised of office and laboratory space under non-cancelable operating leases. These lease agreements have remaining lease terms of approximately four years and contain various clauses for renewal at our option. The renewal options were not included in the calculation of the operating lease assets and the operating lease liabilities as the renewal options are not reasonably certain of being exercised. The lease agreements do not contain residual value guarantees. The components of lease expense and other information related to leases were as follows:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)20242023202420232023Operating lease costs$3,806Â $3,806Â $7,613Â $7,613Â Cash paid for amounts included in the measurement of operating lease liabilities4,678Â 4,544Â $9,331Â $9,064Â We have not entered into any material short-term leases or financing leases as of JuneÂ 30, 2024.In arriving at the operating lease liabilities as of JuneÂ 30, 2024 and DecemberÂ 31, 2023, we applied the weighted-average incremental borrowing rate of 5.7% for both periods over a weighted-average remaining lease term of 3.7 and 4.2 years, respectively. As of JuneÂ 30, 2024, undiscounted minimum rental commitments under non-cancelable leases were as follows:(In thousands)Remaining 2024$7,810Â 202519,507Â 202620,151Â 202720,755Â 20283,479Â Undiscounted minimum rental commitments$71,702Â Interest(7,082)Operating lease liabilities$64,620Â We provided our landlord a security deposit of $2.9Â million as security for our leases, which is included within other non-current assets on our condensed consolidated balance sheet.In August 2021, we entered into a long-term sublease agreement for 13,000 square feet of the office space at 38 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through December 2024. In April 2022, we entered into a long-term sublease agreement for 27,000 square feet of the office space at 64 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through April 2025. In May 2023, we entered into a long-term sublease agreement for 7,407 square feet of office space on the first floor of 64 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through April 2025. We recorded operating sublease income of $1.6 million and $1.4 million for the three months ended June 30, 2024 and 2023, respectively, and $3.2 million and $2.8 million for the six months ended June 30, 2024 and 2023, respectively, in other income, net in the condensed consolidated statements of operations. We hold security deposits from our sublessees of approximately $1.2 million which is recorded within other non-current assets on our condensed consolidated balance sheet.As of JuneÂ 30, 2024, the future minimum lease payments to be received under the long-term sublease agreements were as follows:(In thousands)Remaining 2024$2,565Â 20251,310Â Total$3,875Â X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap_LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R14.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Accrued Expenses 6 Months Ended Jun. 30, 2024 Payables and Accruals [Abstract] Â Accrued Expenses Accrued ExpensesAccrued expenses consisted of the following:(In thousands)June 30,2024December 31, 2023Accrued compensation$11,965Â $23,232Â Accrued research and development costs19,265Â 15,463Â Accrued professional fees3,439Â 3,115Â Accrued other2,073Â 1,357Â Total accrued expenses$36,742Â $43,167Â X - DefinitionThe entire disclosure for accounts payable and accrued liabilities at the end of the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -

Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 720 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483384/720-30-45-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccountsPayableAndAccruedLiabilitiesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 27 R15.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Product Revenue 6 Months Ended Jun. 30, 2024 Revenue from Contract with Customer [Abstract] Â Product Revenue Product RevenueWe sell PYRUKYNDÂ®, our wholly owned product, to a limited number of specialty distributors and specialty pharmacy providers, or collectively, the Customers. These Customers subsequently resell PYRUKYNDÂ® to pharmacies or dispense PYRUKYNDÂ® directly to patients. In addition to distribution agreements with Customers, we enter into arrangements with healthcare providers and payors that provide for government-mandated and/or privately-negotiated rebates, chargebacks and discounts with respect to the purchase of PYRUKYNDÂ®.The performance obligation related to the sale of PYRUKYNDÂ® is satisfied and revenue is recognized when the Customer obtains control of the product, which occurs at a point in time, typically upon delivery to the Customer.Product revenue, net, were as follows: Three Months Ended June 30,Six Months Ended June 30,(In thousands)20242023202420Product revenue, net$8,615Â $6,712Â $16,804Â $12,321Â Reserves for Variable ConsiderationRevenues from product sales are recorded at the net sales price, or transaction price, which includes estimates of variable consideration for which reserves are established and result from contractual adjustments, government rebates, returns and other allowances that are offered within the contracts with our Customers, healthcare providers, payors and other indirect customers relating to the sale of our products.Contractual AdjustmentsWe generally provide Customers with discounts, including prompt pay discounts, and allowances that are explicitly stated in the contracts and are recorded as a reduction of revenue in the period the related product revenue is recognized. In addition, we receive sales order management, data and distribution services from certain Customers.Chargebacks and discounts represent the estimated obligations resulting from contractual commitments to sell products to qualified healthcare providers at prices lower than the list prices charged to Customers who directly purchase the product from us. Customers charge us for the difference between what they pay for the product and the ultimate selling price to the qualified healthcare providers. These reserves are estimated using the expected value method, based upon a range of possible outcomes that are probability-weighted for the estimated channel mix and are established in the same period that the related revenue is recognized, resulting in a reduction of product revenue.Government RebatesGovernment rebates include Medicare, TriCare, and Medicaid rebates, which we estimate using the expected value method, based upon a range of possible outcomes that are probability-weighted for the estimated payor mix. These reserves are recorded in the same period the related revenue is recognized, resulting in a reduction of product revenue. For Medicare, we also estimate the number of patients in the prescription drug coverage gap for whom we will owe an additional liability under the Medicare Part D program.Returns / ReplacementWe estimate the amount of product sales that may be returned by Customers or replaced by Agios and record this estimate as a reduction of revenue in the period the related product revenue is recognized. We currently estimate product return and replacement liabilities using the expected value method, based on available industry data, including our visibility into the inventory remaining in the distribution channel.The following table summarizes balances and activity in each of the product revenue allowance and reserve categories for the six months ended June 30, 2024:(In thousands)Contractual AdjustmentsGovernment RebatesReturns/ ReplacementTotalBalance at December 31, 2023$156Â $1,084Â $232Â $1,472Â Current provisions relating to sales in the current year772Â 1,245Â 189Â 2,206Â Adjustments relating to prior years(39)(49)40Â (48)Payments/returns relating to sales in the current year(632)(306)â€”Â (938)Payments/returns relating to sales in the prior years(85)(371)(71)(527)Balance at June 30, 2024$172Â $1,603Â $390Â $2,165Â Total revenue-related reserves above, included in our condensed consolidated balance sheets, are summarized as follows:(In thousands)June 30, 2024December 31, 2023Reduction of accounts receivable$102Â $151Â Component of accrued expenses 2,063Â 1,321Â Total revenue-related reserves$2,165Â $1,472Â The following table presents changes in our contract assets during the six months ended June 30, 2024:(In thousands)December 31, 2023AdditionsDeductionsJune 30, 2024Contract assets(1)Accounts receivable, net$2,810Â $18,940Â $(17,988)$3,762Â (1) Additions to contract assets relate to amounts billed to Customers for product sales and deductions to contract assets primarily relate to collection of receivables during the reporting period. X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-15Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R16.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Share-Based Payments Share-Based Payments2023 Stock Incentive Plan and Inducement GrantsIn June 2023, our stockholders approved the 2023 Stock Incentive Plan, or the 2023 Plan. The 2023 Plan provides for the grant of incentive stock options, nonstatutory stock options, stock appreciation rights, restricted stock awards, restricted stock units, or RSUs, performance-based share units, or PSUs, and other stock-based awards to employees, advisors, consultants and non-employee directors. Following the adoption of the 2023 Plan, we ceased granting equity awards under the 2013 Stock Incentive Plan, or the 2013 Plan. Any outstanding equity awards that were previously granted under the 2013 Plan continue to be governed by their terms. Following adoption of the 2013 Plan, we ceased granting equity awards under the 2007 Stock Incentive Plan, or the 2007 Plan. There are no outstanding equity awards under the 2007 Plan.In connection with the start of employment of our Chief Executive Officer and Chief Financial Officer in 2022, and our Chief Commercial Officer in 2023, our board of directors granted each of them equity awards in the form of stock options, RSUs and PSUs, which awards were made outside our equity incentive plans as inducements material to their respective entry into employment with us in accordance with Nasdaq Listing Rule 5635(c)(4).As of JuneÂ 30, 2024, the maximum number of shares reserved under the 2013 Plan, the 2023 Plan and the inducement grants described above was 11,127,064, and we had 2,896,048 shares available for future issuance under the 2023 Plan.Stock optionsThe following table presents stock option activity for the six months ended June 30, 2024:NumberÂ ofStockÂ OptionsWeighted-AverageExercise PriceOutstanding at December 31, 20235,263,681Â $44.94Â Granted960,488Â 33.39Â Exercised(184,331)30.96Â Cancelled/Forfeited(21,063)41.52Â Expired(22,750)34.41Â Outstanding at June 30, 20245,996,025Â $43.57Â Exercisable at June 30, 20243,727,328Â $51.07Â Vested and expected to vest at June 30, 20245,996,025Â $43.57Â At JuneÂ 30, 2024, there was approximately $36.8 million of total unrecognized compensation expense related to unvested stock option awards, which we expect to recognize over a weighted-average period of approximately 2.61 years.Restricted stock unitsThe following table presents RSU activity for the six months ended June 30, 2024:NumberÂ ofStockÂ UnitsWeighted-AverageGrantÂ DateÂ FairÂ ValueUnvested shares at December 31, 20231,346,701Â $29.67Â Granted1,054,565Â 31.23Â Vested(522,606)33.04Â Forfeited(18,252)29.17Â Unvested shares at June 30, 20241,860,408Â $29.62Â As of JuneÂ 30, 2024, there was approximately $43.8 million of total unrecognized compensation expense related to RSUs, which we expect to recognize over a weighted-average period of approximately 2.14 years.Performance-based stock units The following table presents PSU activity for the six months ended June 30, 2024:NumberÂ ofStockÂ UnitsWeighted-AverageGrantÂ DateÂ FairÂ ValueUnvested shares at December 31, 2023362,133Â $30.66Â Granted183,000Â 32.27Â Vested(170,550)35.04Â Unvested shares at June 30, 2024374,583Â $29.45Â Stock-based compensation expense associated with these PSUs is recognized if the underlying performance condition is considered probable of achievement using our managementâ€™s best estimates.As of JuneÂ 30, 2024, there was no unrecognized compensation expense related to PSUs with performance-based vesting criteria that are considered probable of achievement, and $11.0 million of total unrecognized compensation expense related to PSUs with performance-based vesting criteria that are considered not probable of achievement.Market-based stock unitsThe following table presents market-based stock unit, or MSU, activity for the six months ended June 30, 2024:Number ofStock UnitsWeighted-AverageGrant Date FairValueUnvested shares at December 31, 202342,695Â $41.50Â Expired(42,695)41.50Â Unvested shares at June 30, 2024â€”Â $â€”Â The fair value of MSUs are estimated using a Monte Carlo simulation model. Assumptions and estimates utilized in the model include the risk-free interest rate, dividend yield, expected stock volatility and the estimated period to achievement of the market condition. As of JuneÂ 30, 2024, there was no remaining unrecognized compensation expense related to MSUs.2013 Employee Stock Purchase PlanIn June 2013, our Board of Directors adopted, and in July 2013 our stockholders approved, the 2013 Employee Stock Purchase Plan, or the 2013 ESPP. We issued and sold 52,514 and 54,867 shares of common stock during the six months ended June 30, 2024 and 2023, respectively, under the 2013 ESPP. The 2013 ESPP provides participating employees with the opportunity to purchase up to an aggregate of 2,363,636 shares of our common stock. As of JuneÂ 30, 2024, we had 1,633,525 shares of common stock available for future issuance under the 2013 ESPP.Stock-based compensation expenseStock-based compensation expense by award type included within the condensed consolidated statements of operations is as follows:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)20242023202420Stock options$4,361Â $3,937Â $8,432Â $8,894Â Restricted stock units6,211Â 4,754Â 11,177Â 9,701Â Performance-based stock units750Â 2,784Â 750Â 2,784Â Employee stock purchase plan243Â 262Â 440Â 497Â Total stock-based compensation expense$11,565Â $11,737Â $20,799Â $21,876Â Expenses related to stock options and stock-based awards were allocated as follows in the condensed consolidated statements of operations:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)20242023202420Research and development expense$4,460Â $4,540Â $8,235Â $8,895Â Selling, general and administrative expense7,105Â 7,197Â 12,564Â 12,981Â Total stock-based compensation expense$11,565Â $11,737Â $20,799Â $21,876Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 29 R17.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Loss per Share 6 Months Ended Jun. 30, 2024 Earnings Per Share [Abstract] Â Loss per Share Loss per ShareBasic net loss per share is calculated by dividing net loss by the weighted-average shares outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is calculated by adjusting the weighted-average shares outstanding for the dilutive effect of common stock equivalents outstanding for the period, determined using the treasury stock method. For purposes of the dilutive net loss per share calculation, stock options, RSUs, PSUs and MSUs for which the performance and market vesting conditions, respectively, have been deemed probable, and 2013 ESPP shares are considered to be common stock equivalents, while PSUs and MSUs with performance and market vesting conditions, respectively, that were not deemed probable as of JuneÂ 30, 2024 are not considered to be common stock equivalents.We utilize the control number concept in the computation of diluted earnings per share to determine whether potential common stock equivalents are dilutive. The control number used is net loss from continuing operations. The control number concept requires that the same number of potentially dilutive securities applied in computing diluted earnings per share from continuing operations be applied to all other categories of income or loss, regardless of their anti-dilutive effect on such categories. Since we had a net loss for all periods presented, no dilutive effect has been recognized in the calculation of loss per share. Basic and diluted net loss per share was the same for all periods presented.The following common stock equivalents were excluded from the calculation of diluted net loss per share applicable to common stockholders for the periods indicated because including them would have had an anti-dilutive effect:Three and Six Months Ended June 30,20242023Stock options5,996,025Â 5,789,272Â Restricted stock units1,860,408Â 1,415,219Â Employee stock purchase plan shares39,381Â 50,942Â Total common stock equivalents7,895,814Â 7,255,433Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R18.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Subsequent Events 6 Months Ended Jun. 30, 2024 Subsequent Events [Abstract] Â Subsequent Events Subsequent EventsIn July 2024, we entered into a distribution agreement with NewBridge Pharmaceuticals FZ-LLC, or NewBridge, pursuant to which we granted NewBridge the right to commercialize PYRUKYNDÂ® in Bahrain, Kuwait, Oman, Qatar, Saudi Arabia, and the United Arab Emirates. We do not expect this agreement to have a material impact on our business, financial condition or results of operations for the fiscal year ending December 31, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of

a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R19.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Mar. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Â Â Net loss $ (96,118) $ (81,549) $ (83,806) $ (81,018) $ (177,667) $ (164,824) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: 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Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph 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210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 32 R20.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Insider Trading Arrangements 3 Months Ended Jun. 30, 2024 Trading Arrangements, by Individual Â Rule 10b5-1 Arrangement Adopted false Non-Rule 10b5-1 Arrangement Adopted false Rule 10b5-1 Arrangement Terminated false Non-Rule 10b5-1 Arrangement Terminated false X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 33 R21.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Summary of Significant Accounting Policies (Policies) 6 Months Ended Jun. 30, 2024 Accounting Policies [Abstract] Â Basis of Presentation Basis of PresentationThe condensed consolidated balance sheet as of JuneÂ 30, 2024, the condensed consolidated statements of operations, comprehensive loss and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and the condensed consolidated statements of cash flows for the six months ended June 30, 2024 and 2023 are unaudited. The unaudited condensed consolidated financial statements have been prepared on the same basis as the annual financial statements and, in the opinion of our management, reflect all adjustments, which include only normal recurring adjustments, necessary to fairly state our financial position as of JuneÂ 30, 2024, our results of operations and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and cash flows for the six months ended June 30, 2024 and 2023. The financial data and the other financial information disclosed in these notes to the condensed consolidated financial statements related to the three and six-month periods are also unaudited. The results of operations for the three and six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the year ending DecemberÂ 31, 2024 or for any other future annual or interim period. The condensed consolidated balance sheet data as of DecemberÂ 31, 2023 was derived from our audited financial statements, but does not include all disclosures required by U.S. generally accepted accounting principles, or U.S. GAAP. The condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in our Annual Report on FormÂ 10-K for the year ended DecemberÂ 31, 2023 that was filed with the Securities and Exchange Commission, or SEC, on FebruaryÂ 15, 2024.Our condensed consolidated financial statements include our accounts and the accounts of our wholly owned subsidiaries. All intercompany transactions have been eliminated in consolidation. The condensed consolidated financial statements have been prepared in conformity with U.S. GAAP. Use of Estimates Use of EstimatesThe preparation of our condensed consolidated financial statements requires us to make estimates, judgments and assumptions that may affect the reported amounts of assets, liabilities, equity, revenues and expenses and related disclosure of contingent assets and liabilities. On an ongoing basis we evaluate our estimates, judgments and methodologies. We base our estimates on historical experience and on various other assumptions that we believe are reasonable, the results of which form the basis for making judgments about the carrying values of assets, liabilities and equity and the amount of revenues and expenses. The full extent to which pandemics or public health emergencies, may in the future directly or indirectly impact our business, results of operations and financial condition, including expenses, reserves and allowances, clinical trials, research and development costs and employee-related amounts, will depend on future developments that are highly uncertain. Recent Accounting Pronouncements Recent Accounting PronouncementsAccounting standards that have been issued by the Financial Accounting Standards Board or other standards-setting bodies that do not require adoption until a future date are not expected to have a material impact on our financial statements upon adoption. Fair Value Measurements We record cash equivalents and marketable securities at fair value. ASC 820, Fair Value Measurements and Disclosures, establishes a fair value hierarchy for those instruments measured at fair value that distinguishes between assumptions based on market data (observable inputs) and our own assumptions (unobservable inputs). The hierarchy consists of three levels:Level 1 â€“ Unadjusted quoted prices in active markets for identical assets or liabilities.Level 2 â€“ Quoted prices for similar assets and liabilities in active markets, quoted prices in markets that are not active, or inputs which are observable, directly or indirectly, for substantially the full term of the asset or liability.Level 3 â€“ Unobservable inputs that reflect our own assumptions about the assumptions market participants would use in pricing the asset or liability in which there is little, if any, market activity for the asset or liability at the measurement date. Marketable Securities Our marketable securities are classified as available-for-sale pursuant to ASC 320, Investments â€“ Debt and Equity Securities, and are recorded at fair value. Unrealized gains and losses are included as a component of accumulated other comprehensive loss in the condensed consolidated balance sheets and statements of stockholdersâ€™ equity, and a component of total comprehensive loss in the condensed consolidated statements of comprehensive loss, until realized. Unrealized losses are evaluated for impairment under ASC 326, Financial Instruments - Credit Losses, to determine if the impairment is credit-related or noncredit-related. Credit-related impairment is recognized as an allowance on the condensed consolidated balance sheets with a corresponding adjustment to earnings, and noncredit-related impairment is recognized in other comprehensive income, net of taxes. Realized gains and losses are included in investment income on a specific-identification basis. Loss per Share Basic net loss per share is calculated by dividing net loss by the weighted-average shares outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is calculated by adjusting the weighted-average shares outstanding for the dilutive effect of common stock equivalents outstanding for the period, determined using the treasury stock method. For purposes of the dilutive net loss per share calculation, stock options, RSUs, PSUs and MSUs for which the performance and market vesting conditions, respectively, have been deemed probable, and 2013 ESPP shares are considered to be common stock equivalents, while PSUs and MSUs with performance and market vesting conditions, respectively, that were not deemed probable as of JuneÂ 30, 2024 are not considered to be common stock equivalents. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2 + Details Name: us-gaap_EarningsPerSharePolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for fair value measurements of financial and non-financial assets, liabilities and instruments classified in shareholders' equity. Disclosures include, but are not limited to, how an entity that manages a group of financial assets and liabilities on the basis of its net exposure measures the fair value of those assets and liabilities. + ReferencesNo definition available. + Details Name: us-gaap_FairValueMeasurementPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for investment classified as marketable security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards

Codification -Topic 942 -SubTopic 320 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477268/942-320-50-5 + Details Name: us-gaap_MarketableSecuritiesPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R22.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Fair Value Measurements (Tables) 6 Months Ended Jun. 30, 2024 Fair Value Disclosures [Abstract] Â Summary of Cash Equivalents and Marketable Securities Measured at Fair Value on a Recurring Basis The following table summarizes our cash equivalents and marketable securities measured at fair value and by level on a recurring basis as of JuneÂ 30, 2024:(In thousands)Level 1Level 2Level3 3TotalCash equivalents$16,203Â $29,474Â â€”Â $45,677Â Total cash equivalents16,203Â 29,474Â â€”Â 45,677Â Marketable securities:Certificates of deposit$â€”Â $11,878Â $â€”Â $11,878Â U.S. Treasuriesâ€”Â 102,260Â â€”Â 102,260Â Government securitiesâ€”Â 150,793Â â€”Â 150,793Â Corporate debt securitiesâ€”Â 295,847Â â€”Â 295,847Â Total marketable securitiesâ€”Â 560,778Â â€”Â 560,778Â Total cash equivalents and marketable securities$16,203Â $590,252Â $â€”Â $606,455Â X - DefinitionTabular disclosure of assets, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueAssetsMeasuredOnRecurringBasisTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 35 R23.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Marketable Securities (Tables) 6 Months Ended Jun. 30, 2024 Investments, Debt and Equity Securities [Abstract] Â Schedule of Marketable Securities Marketable securities at JuneÂ 30, 2024 consisted of the following:(In thousands)AmortizedCostUnrealizedGainsUnrealizedLossesFairValueCurrent:Certificates of deposit$11,885Â $â€”Â (7)11,878Â U.S. Treasuries77,271Â â€”Â (93)77,178Â Government securities147,335Â â€”Â (311)147,024Â Corporate debt securities249,719Â 1Â (426)249,294Â Total Current486,210Â 1Â (837)485,374Â Non-current:U.S. Treasuries25,132Â 8Â (58)25,082Â Government securities3,800Â â€”Â (31)3,769Â Corporate debt securities46,681Â 5Â (133)46,553Â Total Non-current75,613Â 13Â (222)75,404Â Total marketable securities$561,823Â $14Â $(1,059)$560,778Â Marketable securities at DecemberÂ 31, 2023 consisted of the following:(In thousands)AmortizedCostUnrealizedGainsUnrealizedLossesFairValueCurrent:U.S. Treasuries$30,876Â $â€”Â (56)30,820Â Government securities247,460Â 194Â (695)246,959Â Corporate debt securities411,045Â 874Â (975)410,944Â Total Current689,381Â 1,068Â (1,726)688,723Â Non-current:U.S. Treasuries4,802Â 30Â â€”Â 4,832Â Government securities9,986Â 75Â â€”Â 10,061Â Corporate debt securities14,430Â 112Â â€”Â 14,542Â Total Non-current29,218Â 217Â â€”Â 29,435Â Total marketable securities$718,599Â $1,285Â $(1,726)$718,158Â X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the reconciliation of available-for-sale securities from cost basis to fair value. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAvailableForSaleSecuritiesReconciliationTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 36 R24.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Inventory (Tables) 6 Months Ended Jun. 30, 2024 Inventory Disclosure [Abstract] Â Schedule of Inventory Inventory, which consists of commercial supply of PYRUKYNDÂ®, consisted of the following:(In thousands)June 30,2024December 31, 2023Raw materials$90Â $51Â Work-in-process21,691Â 17,568Â Finished goods2,156Â 1,457Â Total inventory$23,937Â $19,076Â X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 210 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483489/210-10-50-1 + Details Name: us-gaap_ScheduleOfInventoryCurrentTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 37 R25.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Leases (Tables) 6 Months Ended Jun. 30, 2024 Leases [Abstract] Â Schedule of Lease Expense and Other Information Related to Leases The components of lease expense and other information related to leases were as follows:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)20242023202420232024Operating lease costs$3,806Â $3,806Â $7,613Â $7,613Â Cash paid for amounts included in the measurement of operating lease liabilities4,678Â 4,544Â $9,331Â $9,064Â Schedule of Undiscounted Minimum Rental Commitments under Non-cancelable Leases As of JuneÂ 30, 2024, undiscounted minimum rental commitments under non-cancelable leases were as follows:(In thousands)Remaining 2024$7,810Â 202519,507Â 202620,151Â 202720,755Â 20283,479Â Undiscounted minimum rental commitments$71,702Â Interest(7,082)Operating lease liabilities$64,620Â Schedule of Future Minimum Lease Payments to be Received under the Long-term Sublease Agreements As of JuneÂ 30, 2024, the future minimum lease payments to be received under the long-term sublease agreements were as follows:(In thousands)Remaining 2024$2,565Â 20251,310Â Total$3,875Â X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of maturity of undiscounted cash flows to be received by lessor on annual basis for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-12 + Details Name: us-gaap_LessorOperatingLeasePaymentsToBeReceivedMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R26.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Accrued Expenses (Tables) 6 Months Ended Jun. 30, 2024 Payables and Accruals [Abstract] Â Schedule of Accrued Expenses Accrued expenses consisted of the following:(In thousands)June 30,2024December 31, 2023Accrued compensation$11,965Â $23,232Â Accrued research and development costs19,265Â 15,463Â Accrued professional fees3,439Â 3,115Â Accrued other2,073Â 1,357Â Total accrued expenses$36,742Â $43,167Â X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of accrued liabilities. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R27.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Product Revenue (Tables) 6 Months Ended Jun. 30, 2024 Revenue from Contract with Customer [Abstract] Â Schedule of Product Revenue, Net Product revenue, net, were as follows: Three Months Ended June 30,Six Months Ended June 30,(In thousands)20242023202420232024Product revenue, net$8,615Â $6,712Â $16,804Â $12,321Â Schedule of Product Revenue Allowance and Reserve The following table summarizes balances and activity in each of the product revenue allowance and reserve categories for the six months ended June 30, 2024:(In thousands)Contractual AdjustmentsGovernment RebatesReturns/ ReplacementTotalBalance at December 31, 2023$156Â $1,084Â $232Â $1,472Â Current provisions relating to sales in the current year772Â 1,245Â 189Â 2,206Â Adjustments relating to prior years(39)(49)40Â (48)Payments/returns relating to sales in the current year(632)(306)â€”Â (938)Payments/returns relating to sales in the prior years(85)(371)(71)(527)Balance at June 30, 2024$172Â $1,603Â $390Â $2,165Â Schedule of Revenue-related Reserves Total revenue-related reserves above, included in our condensed consolidated balance sheets, are summarized as follows:(In thousands)June 30, 2024December 31, 2023Reduction of accounts receivable$102Â $151Â Component of accrued expenses 2,063Â 1,321Â Total revenue-related reserves$2,165Â $1,472Â Schedule of Changes in Contract Assets The following table presents changes in our contract assets during the six months ended June 30, 2024:(In thousands)December 31, 2023AdditionsDeductionsJune 30, 2024Contract assets(1)Accounts receivable, net$2,810Â $18,940Â $(17,988)$3,762Â (1) Additions to contract assets relate to amounts billed to Customers for product sales and deductions to contract assets primarily relate to collection of receivables during the reporting period. X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerAssetAndLiabilityProductRevenueTableTextBlock Namespace Prefix: agio_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ScheduleOfAccountsNotesLoansAndFinancingReceivable1TableTextBlock Namespace Prefix: agio_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5 + Details Name: us-gaap_DisaggregationOfRevenueTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the various types of trade accounts and notes receivable and for each the gross carrying value, allowance, and net carrying value as of the balance sheet date. Presentation is categorized by current, noncurrent and unclassified receivables. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R28.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments (Tables) 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of Company's Stock Option Activity The following table presents stock option activity for the six months ended June 30, 2024:NumberÂ ofStockÂ OptionsWeighted-AverageExercise PriceOutstanding at December 31, 20235,263,681Â $44.94Â Granted960,488Â 33.39Â Exercised(184,331)30.96Â Cancelled/Forfeited(21,063)41.52Â Expired(22,750)34.41Â Outstanding at June 30, 20245,996,025Â $43.57Â Exercisable at June 30, 20243,727,328Â $51.07Â Vested and expected to vest at June 30, 20245,996,025Â $43.57Â Schedule of RSU Activity The following table presents RSU activity for the six months ended June 30, 2024:NumberÂ ofStockÂ UnitsWeighted-AverageGrantÂ DateÂ FairÂ ValueUnvested shares at December 31, 20231,346,701Â $29.67Â Granted1,054,565Â 31.23Â Vested(522,606)33.04Â Forfeited(18,252)29.17Â Unvested shares at June 30, 20241,860,408Â $29.62Â Schedule of PSU Activity The following table presents PSU activity for the six months ended June 30, 2024:NumberÂ ofStockÂ UnitsWeighted-AverageGrantÂ DateÂ FairÂ ValueUnvested shares at December 31, 2023362,133Â $30.66Â Granted183,000Â 32.27Â Vested(170,550)35.04Â Unvested shares at June 30, 2024374,583Â $29.45Â Schedule of Market-based Stock Unit or MSU Activity The following table presents market-based stock unit, or MSU, activity for the six months ended June 30, 2024:Number ofStock UnitsWeighted-AverageGrant Date FairValueUnvested shares at December 31, 202342,695Â $41.50Â Expired(42,695)41.50Â Unvested shares at June 30, 2024â€”Â $â€”Â Schedule of Stock-Based Compensation Expense by Award Type Included within the Condensed Consolidated Statements of Operations Stock-based compensation expense by award type included within the condensed consolidated statements of operations is as follows:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)20242023202420232024Stock options$4,361Â $3,937Â $8,432Â $8,894Â Restricted stock units6,211Â 4,754Â 11,177Â 9,701Â Performance-based stock units750Â 2,784Â 750Â 2,784Â Employee stock purchase plan243Â 262Â 440Â 497Â Total stock-based compensation expense$11,565Â $11,737Â $20,799Â $21,876Â Schedule of Expenses Related to Stock Options and Stock-based Awards Expenses related to stock options and stock-based awards were allocated as follows in the condensed consolidated statements of operations:Three Months EndedJune 30,Six Months EndedJune 30,(In thousands)20242023202420232024Research and development expense$4,460Â $4,540Â $8,235Â $8,895Â Selling, general and administrative expense7,105Â 7,197Â 12,564Â 12,981Â Total stock-based compensation expense$11,565Â $11,737Â $20,799Â $21,876Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of cost recognized for award under share-based payment arrangement by plan. Includes, but is not limited to, related tax benefit. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfCompensationCostForShareBasedPaymentArrangementsAllocationOfShareBasedCompensationCostsByPlanTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. +

ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in outstanding nonvested performance-based units. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfNonvestedPerformanceBasedUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in outstanding nonvested restricted stock units. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in outstanding nonvested shares. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfNonvestedShareActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R29.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Loss per Share (Tables) 6 Months Ended Jun. 30, 2024 Earnings Per Share [Abstract] Â Schedule of Common Stock Equivalents were Excluded from Calculation of Diluted Net Loss Per Share The following common stock equivalents were excluded from the calculation of diluted net loss per share applicable to common stockholders for the periods indicated because including them would have had an anti-dilutive effect:Three and Six Months Ended June 30,20242023Stock options5,996,025Â 5,789,272Â Restricted stock units1,860,408Â 1,415,219Â Employee stock purchase plan shares39,381Â 50,942Â Total common stock equivalents7,895,814Â 7,255,433Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 42 R30.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Overview and Basis of Presentation (Details) - USD ($) $ in Millions 1 Months Ended 12 Months Ended Mar. 31, 2021 May 31, 2024 Dec. 31, 2023 Dec. 31, 2022 Jun. 30, 2024 Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Cash, cash equivalents, and marketable securities Â Â Â Â Â $ 645.3 Alnylam Pharmaceuticals, Inc. Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Payments associated with license agreement Â Â $ 17.5 Â Â Potential development milestone payments, maximum Â Â $ 130.0 Â Â 2010 Agreement Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Milestone payment for achievement of specified ex-U.S. commercial milestone event $ 25.0 Â Â Â Â Discontinued Operations, Disposed of by Sale | Agios Oncology Business Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Cash proceeds 1,800.0 Â Â Â Â Contingent milestone payment $ 200.0 Â Â Â Â Discontinued Operations, Disposed of by Sale | Agios Oncology Business | TIBSOVO | UNITED STATES Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Contingent royalty payment 5.00% Â Â Â Â Gain on sale of contingent payments Â Â Â $ 127.9 Â Discontinued Operations, Disposed of by Sale | Agios Oncology Business | Vorasidenib | UNITED STATES Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Contingent royalty payment 15.00% Â Â Â Â Discontinued Operations, Disposed of by Sale | Contingent Payments and Royalty Rights | Vorasidenib | UNITED STATES Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Milestone payment for achievement of specified ex-U.S. commercial milestone event Â $ 905.0 Â Â Â Royalty percent for sales over $1 billion (as a percent) Â 100.00% Â Â Â Discontinued Operations, Disposed of by Sale | Contingent Payments and Royalty Rights | Vorasidenib | UNITED STATES | Royalty Pharma Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Contingent royalty payment Â 12.00% Â Â Â Discontinued Operations, Disposed of by Sale | Contingent Payments and Royalty Rights | Vorasidenib | UNITED STATES | Agios Â Â Â Â Â Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Â Â Â Â Â Contingent royalty payment Â 3.00% Â Â Â X - DefinitionAsset Acquisition, Contingent Consideration, Potential Developmental and Regulatory Milestone Payment + ReferencesNo definition available. + Details Name: agio_AssetAcquisitionContingentConsiderationPotentialDevelopmentalAndRegulatoryMilestonePayment Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGain Contingency, Royalty Percentage Of Net Sales + ReferencesNo definition available. + Details Name: agio_GainContingencyRoyaltyPercentageOfNetSales Namespace Prefix: agio_ Data Type: dtr-types1:percentItemType Balance Type: na Period Type: duration X - DefinitionGain (Loss) On Sale Of Contingent Payments + ReferencesNo definition available. + Details Name: agio_GainLossOnSaleOfContingentPayments Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments For Asset Acquisition + ReferencesNo definition available. + Details Name: agio_PaymentsForAssetAcquisition Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPortion Of Potential Milestone Payment Receivable For Filing Of New Drug Application + ReferencesNo definition available. + Details Name: agio_PortionOfPotentialMilestonePaymentReceivableForFilingOfNewDrugApplication Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRoyalty Percentage Over One Billion Dollars + ReferencesNo definition available. + Details Name: agio_RoyaltyPercentageOverOneBillionDollars Namespace Prefix: agio_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionCash includes currency on hand as well as demand deposits with banks or financial institutions. It also includes other kinds of accounts that have the general characteristics of demand deposits in that the customer may deposit additional funds at any time and effectively may withdraw funds at any time without prior notice or penalty. Cash equivalents, excluding items classified as marketable securities, include short-term, highly liquid Investments that are both readily convertible to known amounts of cash, and so near their maturity that they present minimal risk of changes in value because of changes in interest rates. Generally, only investments with original maturities of three months or less qualify under that definition. Original maturity means original maturity to the entity holding the investment. For example, both a three-month US Treasury bill and a three-year Treasury note purchased three months from maturity qualify as cash equivalents. However, a Treasury note purchased three years ago does not become a cash equivalent when its remaining maturity is three months. Short-term investments, exclusive of cash equivalents, generally consist of marketable securities intended to be sold within one year (or the normal operating cycle if longer) and may include trading securities, available-for-sale securities, or held-to-maturity securities (if maturing within one year), as applicable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CashCashEquivalentsAndShortTermInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount or range of possible amounts of gain that could be realized upon the resolution of a contingency. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483049/450-30-50-1 + Details Name: us-gaap_GainContingencyUnrecordedAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the sale of a portion of the company's business, for example a segment, division, branch or other business, during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromDivestitureOfBusinesses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=agio_AlnylamPharmaceuticalsIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=agio_Agreement2010Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_DiscontinuedOperationsDisposedOfBySaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=agio_AgiosOncologyBusinessMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=agio_TIBSOVOMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_US Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=agio_VorasidenibMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=agio_ContingentPaymentsAndRoyaltyRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=agio_RoyaltyPharmaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=agio_AgiosMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R31.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Fair Value Measurements - Summary of Cash Equivalents and Marketable Securities Measured at Fair Value on a Recurring Basis (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities $ 560,778 $ 718,158 Fair Value, Measurements, Recurring Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 45,677 Â Total marketable securities 560,778 Â Total cash equivalents and marketable securities 606,455 Â Fair Value, Measurements, Recurring | Cash equivalents Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 45,677 Â Fair Value, Measurements, Recurring | Certificates of deposit Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 11,878 Â Fair Value, Measurements, Recurring | U.S. Treasuries Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 102,260 Â Fair Value, Measurements, Recurring | Government securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 150,793 Â Fair Value, Measurements, Recurring | Corporate debt securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 295,847 Â Fair Value, Measurements, Recurring | Level 1 Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 16,203 Â Total marketable securities 0 Â Total cash equivalents and marketable securities 16,203 Â Fair Value, Measurements, Recurring | Level 1 | Cash equivalents Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 16,203 Â Fair Value, Measurements, Recurring | Level 1 | Certificates of deposit Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 0 Â Fair Value, Measurements, Recurring | Level 1 | U.S. Treasuries Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 0 Â Fair Value, Measurements, Recurring | Level 1 | Government securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 0 Â Fair Value, Measurements, Recurring | Level 1 | Corporate debt securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 0 Â Fair Value, Measurements, Recurring | Level 2 Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 29,474 Â Total marketable securities 560,778 Â Total cash equivalents and marketable securities 590,252 Â Fair Value, Measurements, Recurring | Level 2 | Cash equivalents Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 29,474 Â Fair Value, Measurements, Recurring | Level 2 | Certificates of deposit Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 11,878 Â Fair Value, Measurements, Recurring | Level 2 | U.S. Treasuries Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 102,260 Â Fair Value, Measurements, Recurring | Level 2 | Government securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 150,793 Â Fair Value, Measurements, Recurring | Level 2 | Corporate debt securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 295,847 Â Fair Value, Measurements, Recurring | LevelÂ 3 Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 0 Â Total marketable securities 0 Â Total cash equivalents and marketable securities 0 Â Fair Value, Measurements, Recurring | LevelÂ 3 | Cash equivalents Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total cash equivalents 0 Â Fair Value, Measurements, Recurring | LevelÂ 3 | Certificates of deposit Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 0 Â Fair Value, Measurements, Recurring | LevelÂ 3 | U.S. Treasuries Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 0 Â Fair Value, Measurements, Recurring | LevelÂ 3 | Government securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities 0 Â Fair Value, Measurements, Recurring | LevelÂ 3 | Corporate debt securities Â Â Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Â Â Total marketable securities $ 0 Â X - DefinitionFair value portion of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AssetsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -

Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value portion of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_CashAndCashEquivalentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_FairValueBalanceSheetGroupingFinancialStatementCaptionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_InvestmentTypeAxis=us-gaap_CashEquivalentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CertificatesOfDepositMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentCorporationsAndAgenciesSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CorporateDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R32.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Fair Value Measurements - Additional Information (Details) Jun. 30, 2024 USD ($) Fair Value, Measurements, Recurring | LevelÂ 3 Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Fair value of assets (liabilities) $ 0 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value of asset after deduction of liability. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueNetAssetLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R33.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Marketable Securities - Additional Information (Details) 3 Months Ended Jun. 30, 2024 USD ($) security Jun. 30, 2023 USD ($) Dec. 31, 2023 USD ($) security Investments, Debt and Equity Securities [Abstract] Â Â Â Realized gain (loss) on marketable securities $ 0 $ 0 Â Number of debt securities in unrealized loss position for less than one year | security 194 Â 151 Allowance for credit losses $ 0 Â $ 0 Aggregate fair value of debt securities in unrealized loss position $ 538,000,000 Â $ 513,500,000 Number of unrealized loss position | security 0 Â 0 X - DefinitionAmount of allowance for credit loss on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-9Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-9 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleAllowanceForCreditLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of investments in debt securities measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in continuous unrealized loss position for less than 12 months, without an allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-4 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPositionLessThan12MonthsNumberOfPositions Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionAmount of realized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleRealizedGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in unrealized loss position without allowance for credit loss. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479081/326-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-4 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleUnrealizedLossPosition Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of investments in debt securities measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in unrealized loss position, without allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-4 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleUnrealizedLossPositionNumberOfPositions Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 46 R34.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Marketable Securities - Schedule of Marketable Securities (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost $ 561,823 $ 718,599 Unrealized Gains 14 1,285 Unrealized Losses (1,059) (1,726) Fair Value 560,778 718,158 Current: Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 486,210 689,381 Unrealized Gains 1 1,068 Unrealized Losses (837) (1,726) Fair Value 485,374 688,723 Current: | Certificates of deposit Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 11,885 Â Unrealized Gains 0 Â Unrealized Losses (7) Â Fair Value 11,878 Â Current: | U.S. Treasuries Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 77,271 30,876 Unrealized Gains 0 0 Unrealized Losses (93) (56) Fair Value 77,178 30,820 Current: | Government securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 147,335 247,460 Unrealized Gains 0 194 Unrealized Losses (311) (695) Fair Value 147,024 246,959 Current: | Corporate debt securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 249,719 411,045 Unrealized Gains 1 874 Unrealized Losses (426) (975) Fair Value 249,294 410,944 Non-current: Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 75,613 29,218 Unrealized Gains 13 217 Unrealized Losses (222) 0 Fair Value 75,404 29,435 Non-current: | U.S. Treasuries Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 25,132 4,802 Unrealized Gains 8 30 Unrealized Losses (58) 0 Fair Value 25,082 4,832 Non-current: | Government securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 3,800 9,986 Unrealized Gains 0 75 Unrealized Losses (31) 0 Fair Value 3,769 10,061 Non-current: | Corporate debt securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 46,681 14,430 Unrealized Gains 5 112 Unrealized Losses (133) 0 Fair Value $ 46,553 $ 14,542 X - DefinitionAmount, before tax, of unrealized gain in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedGainBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, before tax, of unrealized loss in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedLossBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmortized cost of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAmortizedCostBasis Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -

Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3 + Details Name: us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_BalanceSheetLocationAxis=agio_CurrentAssetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CertificatesOfDepositMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentCorporationsAndAgenciesSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CorporateDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=agio_NonCurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R35.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Inventory (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Inventory Disclosure [Abstract] Â Â Raw materials $ 90 $ 51 Work-in-process 21,691 17,568 Finished goods 2,156 1,457 Total inventory $ 23,937 $ 19,076 X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying amount, net of valuation reserves and adjustments, as of the balance sheet date of merchandise or goods held by the company that are readily available for sale. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryFinishedGoodsNetOfReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying amount, net of valuation reserves and adjustments, as of the balance sheet date of unprocessed items to be consumed in the manufacturing or production process. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryRawMaterialsNetOfReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying amount, net of reserves and adjustments, as of the balance sheet date of merchandise or goods which are partially completed. This inventory is generally comprised of raw materials, labor and factory overhead costs, which require further materials, labor and overhead to be converted into finished goods, and which generally require the use of estimates to determine percentage complete and pricing. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryWorkInProcessNetOfReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 48 R36.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Leases - Additional Information (Details) $ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 USD ($) Jun. 30, 2023 USD ($) Jun. 30, 2024 USD ($) Jun. 30, 2023 USD ($) Dec. 31, 2023 May 31, 2023 ftÂ² Apr. 30, 2022 ftÂ² Aug. 31, 2021 ftÂ² Lessor, Lease, Description [Line Items] Â Â Â Â Â Â Â Â Â Remaining lease terms 4 years Â 4 years Â Â Â Â Â Weighted-average incremental borrowing rate 5.70% Â 5.70% Â 5.70% Â Â Â Weighted-average remaining lease term 3 years 8 months 12 days Â 3 years 8 months 12 days Â 4 years 2 months 12 days Â Â Â Sublease income $ 1.6 $ 1.4 $ 3.2 $ 2.8 Â Â Â Â Thirty-Eight Sydney Street Lease Â Â Â Â Â Â Â Â Lessor, Lease, Description [Line Items] Â Â Â Â Â Â Â Â Area of premises subleased (in square feet) | ftÂ² Â Â Â Â Â Â Â Â 13,000 Sixty-Four Sydney Street Lease Â Â Â Â Â Â Â Â Lessor, Lease, Description [Line Items] Â Â Â Â Â Â Â Â Area of premises subleased (in square feet) | ftÂ² Â Â Â Â Â Â 7,407 27,000 Â Other Noncurrent Assets Â Â Â Â Â Â Â Â Lessor, Lease, Description [Line Items] Â Â Â Â Â Â Â Â Standby letter of credit 2.9 Â 2.9 Â Â Â Â Â Security deposit liability $ 1.2 Â $ 1.2 Â Â Â Â Â X - DefinitionLessee, Operating Sublease, Area Of Premises Subleased + ReferencesNo definition available. + Details Name: agio_LesseeOperatingSubleaseAreaOfPremisesSubleased Namespace Prefix: agio_ Data Type: dtr-types1:areaItemType Balance Type: na Period Type: instant X - DefinitionRemaining lease term of operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeOperatingLeaseRemainingLeaseTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorLeaseDescriptionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe total amount of the contingent obligation under letters of credit outstanding as of the reporting date. + ReferencesNo definition available. + Details Name: us-gaap_LettersOfCreditOutstandingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionThis element represents money paid in advance to protect the provider of a product or service, such as a lessor, against damage or nonpayment by the buyer or tenant (lessee) during the term of the agreement. Such damages may include physical damage to the property, theft of property, and other contractual breaches. Security deposits held may be interest or noninterest bearing. + ReferencesNo definition available. + Details Name: us-gaap_SecurityDepositLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of sublease income excluding finance and operating lease expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_SubleaseIncome Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: agio_LeaseArrangementsAxis=agio_ThirtyEightSydneyStreetLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: agio_LeaseArrangementsAxis=agio_SixtyFourSydneyStreetLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_OtherNoncurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R37.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Leases - Schedule of Lease Expense and Other Information Related to Leases (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Leases [Abstract] Â Â Â Â Operating lease costs $ 3,806 $ 3,806 $ 7,613 $ 7,613 Cash paid for amounts included in the measurement of operating lease liabilities $ 4,678 $ 4,544 $ 9,331 $ 9,064 X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 50 R38.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Leases - Schedule of Undiscounted Minimum Rental Commitments under Non-cancelable Leases (Details) $ in Thousands Jun. 30, 2024 USD ($) Leases [Abstract] Â Remaining 2024 $ 7,810 2025 19,507 2026 20,151 2027 20,755 2028 3,479 Undiscounted minimum rental commitments 71,702 Interest (7,082) Operating lease liabilities $ 64,620 X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference

1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 51 R39.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Leases - Schedule of Future Minimum Lease Payments to be Received under the Long-term Sublease Agreements (Details) $ in Thousands Jun. 30, 2024 USD ($) Leases [Abstract] Â Remaining 2024 $ 2,565 2025 1,310 Total $ 3,875 X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lease payments to be received by lessor for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-12 + Details Name: us-gaap_LessorOperatingLeasePaymentsToBeReceived Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of lease payment to be received by lessor for operating lease in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-12 + Details Name: us-gaap_LessorOperatingLeasePaymentsToBeReceivedNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of lease payment to be received by lessor for operating lease in remainder of current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-12 + Details Name: us-gaap_LessorOperatingLeasePaymentsToBeReceivedRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 52 R40.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Accrued Expenses (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Payables and Accruals [Abstract] Â Â Accrued compensation $ 11,965 $ 23,232 Accrued research and development costs 19,265 15,463 Accrued professional fees 3,439 3,115 Accrued other 2,073 1,357 Total accrued expenses $ 36,742 $ 43,167 X - ReferencesNo definition available. + Details Name: agio_AccruedResearchAndDevelopmentCostsCurrent Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedProfessionalFeesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of expenses incurred but not yet paid classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 53 R41.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Product Revenue - Schedule of Product Revenue, Net (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Disaggregation of Revenue [Line Items] Â Â Â Â Â Product revenue, net $ 8,615 $ 6,712 $ 16,804 $ 12,321 Product revenue, net Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Product revenue, net $ 8,615 $ 6,712 $ 16,804 $ 12,321 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R42.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Product Revenue - Schedule of Product Revenue Allowance and Reserve (Details) - USD ($) $ in Thousands 6 Months Ended Jun. 30, 2024 Dec. 31, 2023 Contractual Adjustments Â Â Contractual adjustments, beginning balance $ 156 Â Contractual adjustments, current provisions relating to sales in the current year 772 Â Contractual adjustments, adjustments relating to prior year (39) Â Contractual adjustments, payments/returns relating to sales in the current year (632) Â Contractual adjustments, payments/returns relating to sales in the prior year (85) Â Contractual adjustments, ending balance 172 Â Government Rebates Â Â Government rebates, beginning balance 1,084 Â Government rebates, current provisions relating to sales in the current year 1,245 Â Government rebates, adjustments relating to prior years (49) Â Government rebates, payments/returns relating to sales in the current year (306) Â Government rebates, payments/returns relating to sales in the prior years (371) Â Government rebates, ending balance 1,603 Â Returns/ Replacement Â Â Returns/ replacement, beginning balance 232 Â Returns/ replacement, current provisions relating to sales in the current year 189 Â Returns/ replacement, adjustments relating to prior years 40 Â Returns/ replacement, payments/returns relating to sales in the current year 0 Â Returns/ replacement, payments/returns relating to sales in the prior years (71) Â Returns/ replacement, ending balance 390 Â Total Â Â Total revenue-related reserves 2,165 $ 1,472 Total, current provisions relating to sales in the current year 2,206 Â Total, adjustments relating to prior years (48) Â Total, payments/returns relating to sales in the current year (938) Â Total, payments/returns relating to sales in the prior years $ (527) Â X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerContractAdjustmentRecoveriesCurrentYear Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerContractAdjustmentRecoveriesPriorYear Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerContractualAdjustmentReserve Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerCurrentYearReserveProvisions Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerCurrentYearReserveRecoveries Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerPriorYearsReserveProvisions Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerPriorYearsReserveRecoveries Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerRebateReserve Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerRebateReserveRecoveriesInCurrentYear Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerRebateReserveRecoveriesInPriorYears Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerRightToRecoverProductCurrentYearRecoveries Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerRightToRecoverProductPriorYearRecoveries Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerRightToRecoverProductReserve Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerTotalAllowancesAndReserves Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: agio_ContractualAdjustmentsRollForward Namespace Prefix: agio_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: agio_CurrentYearProvisionForContractualAdjustments Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_CurrentYearProvisionsForRebateReserve Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_GovernmentRebatesRollForward Namespace Prefix: agio_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: agio_PriorYearProvisionForContractualAdjustments Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_PriorYearProvisionsForRebateReserve Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ProductReturnsRollForward Namespace Prefix: agio_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ProvisionForRightToRecoverProductInCurrentYear Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ProvisionForRightToRecoverProductInPriorYears Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 55 R43.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Product Revenue - Schedule of Revenue-related Reserves (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Revenue from Contract with Customer [Abstract] Â Â Reduction of accounts receivable $ 102 $ 151 Component of accrued expenses 2,063 1,321 Total revenue-related reserves $ 2,165 $ 1,472 X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerAllowanceAndReservesLiability Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerTotalAllowancesAndReserves Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of allowance for credit loss on accounts receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4 + Details Name: us-

gaap_AllowanceForDoubtfulAccountsReceivableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 56 R44.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Product Revenue - Schedule of Changes in Contract Assets (Details) $ in Thousands 6 Months Ended Jun. 30, 2024 USD ($) Contract assets Â Contract assets, beginning balance $ 2,810 Additions 18,940 Deductions (17,988) Contract assets, ending balance $ 3,762 X - DefinitionChange In Contract With Customer, Asset [Roll Forward] + ReferencesNo definition available. + Details Name: agio_ChangeInContractWithCustomerAssetRollForward Namespace Prefix: agio_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerAssetProceedsFromCollectionOfReceivables Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: agio_ContractWithCustomerAssetRevenueRecognized Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerAssetNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 57 R45.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments - Additional Information (Details) - USD ($) 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Restricted stock units Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Weighted-average period to recognize compensation expense (in years) 2 years 1 month 20 days Â Unrecognized compensation expense excluding options $ 43,800,000 Â Performance-based stock units Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Unrecognized compensation expense excluding options 0 Â Unrecognized compensation cost not expected to be recognized 11,000,000 Â Market-Based Stock Units Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Unrecognized compensation expense excluding options $ 0 Â 2007 Plan and 2013 Plan Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Common stock reserved for issuance (in shares) 11,127,064 Â 2013 Stock Incentive Plan Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Shares available for future issuance (in shares) 2,896,048 Â Unrecognized compensation expense related to options $ 36,800,000 Â Weighted-average period to recognize compensation expense (in years) 2 years 7 months 9 days Â Employee stock purchase plan Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Shares available for future issuance (in shares) 1,633,525 Â Shares issued under 2013 ESPP (in shares) 52,514 54,867 Opportunity to purchase of common stock (in shares) 2,363,636 Â X - DefinitionShare-based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not Expected To Be Recognized, Amount + ReferencesNo definition available. + Details Name: agio_ShareBasedPaymentArrangementNonvestedAwardExcludingOptionCostNotExpectedToBeRecognizedAmount Namespace Prefix: agio_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAggregate number of common shares reserved for future issuance. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockCapitalSharesReservedForFutureIssuance Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cost to be recognized for option under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe highest quantity of shares an employee can purchase under the plan per period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardMaximumNumberOfSharesPerEmployee Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued during the period as a result of an employee stock purchase plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesEmployeeStockPurchasePlans Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=agio_PerformanceStockUnitMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=agio_MarketBasedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=agio_TwoThousandSevenStockIncentivePlanAndTwoThousandThirteenStockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=agio_TwoThousandAndThirteenStockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=agio_EmployeeStockPurchasePlan2013Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R46.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments - Schedule of Company's Stock Option Activity (Details) - $ / shares 6 Months Ended Jun. 30, 2024 NumberÂ of StockÂ Options Â Outstanding, beginning balance (in shares) 5,263,681 Granted (in shares) 960,488 Exercised (in shares) (184,331) Cancelled/Forfeited (in shares) (21,063) Expired (in shares) (22,750) Outstanding, ending balance (in shares) 5,996,025 Exercisable (in shares) 3,727,328 Vested and expected to vest (in shares) 5,996,025 Weighted-Averageâ€©Exercise Price Â Outstanding, beginning balance (in usd per share) $ 44.94 Granted (in usd per share) 33.39 Exercised (in usd per share) 30.96 Cancelled/Forfeited (in usd per share) 41.52 Expired (in usd per share) 34.41 Outstanding, ending balance (in usd per share) 43.57 Exercisable (in usd per share) 51.07 Vested and expected to vest (in usd per share) $ 43.57 X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Options, Expired in Period + ReferencesNo definition available. + Details Name: agio_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExpiredInPeriod Namespace Prefix: agio_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShare-Based Compensation Arrangements by Share-Based Payment Award, Options, Expired in Period, Weighted Average Exercise Price + ReferencesNo definition available. + Details Name: agio_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExpiredInPeriodWeightedAverageExercisePrice Namespace Prefix: agio_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name

Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of fully vested and expected to vest options outstanding that can be converted into shares under option plan. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average exercise price, at which grantee can acquire shares reserved for issuance, for fully vested and expected to vest options outstanding. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees could have acquired the underlying shares with respect to stock options that were terminated. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 59 R47.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments - Schedule of RSU Activity (Details) - Restricted stock units 6 Months Ended Jun. 30, 2024 $ / shares shares NumberÂ of StockÂ Units Â Unvested shares, beginning balance (in shares) | shares 1,346,701 Granted (in shares) | shares 1,054,565 Vested (in shares) | shares (522,606) Forfeited/Expired (in shares) | shares (18,252) Unvested shares, ending balance (in shares) | shares 1,860,408 Weighted-Averageâ€©GrantÂ DateÂ FairÂ â€©Value Â Unvested shares, beginning balance (in usd per share) | $ / shares $ 29.67 Granted (in usd per share) | $ / shares 31.23 Vested (in usd per share) | $ / shares 33.04 Forfeited/Expired (in usd per share) | $ / shares 29.17 Unvested shares, ending balance (in usd per share) | $ / shares $ 29.62 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R48.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments - Schedule of PSU, Market-based Stock Unit or MSU Activity (Details) 6 Months Ended Jun. 30, 2024 $ / shares shares Performance-based stock units Â NumberÂ of StockÂ Units Â Unvested shares, beginning balance (in shares) | shares 362,133 Granted (in shares) | shares 183,000 Vested (in shares) | shares (170,550) Unvested shares, ending balance (in shares) | shares 374,583 Weighted-Averageâ€©GrantÂ DateÂ FairÂ â€©Value Â Unvested shares, beginning balance (in usd per share) | $ / shares $ 30.66 Granted (in usd per share) | $ / shares 32.27 Vested (in usd per share) | $ / shares 35.04 Unvested shares, ending balance (in usd per share) | $ / shares $ 29.45 Market-Based Stock Units Â NumberÂ of StockÂ Units Â Unvested shares, beginning balance (in shares) | shares 42,695 Forfeited/Expired (in shares) | shares (42,695) Unvested shares, ending balance (in shares) | shares 0 Weighted-Averageâ€©GrantÂ DateÂ FairÂ â€©Value Â Unvested shares, beginning balance (in usd per share) | $ / shares $ 41.50 Forfeited/Expired (in usd per share) | $ / shares 41.50 Unvested shares, ending balance (in usd per share) | $ / shares $ 0 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit)

options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=agio_PerformanceStockUnitMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=agio_MarketBasedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R49.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments - Schedule of Stock-Based Compensation Expense by Award Type Included within the Condensed Consolidated Statements of Operations (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense $ 11,565 $ 11,737 $ 20,799 $ 21,876 Stock options Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense 4,361 3,937 8,432 8,894 Restricted stock units Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense 6,211 4,754 11,177 9,701 Performance-based stock units Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense 750 2,784 750 2,784 Employee stock purchase plan Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense $ 243 $ 262 $ 440 $ 497 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=agio_PerformanceStockUnitMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=agio_EmployeePurchasePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R50.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Share-Based Payments - Schedule of Expenses Related to Stock Options and Stock-based Awards (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense $ 11,565 $ 11,737 $ 20,799 $ 21,876 Research and development expense Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense 4,460 4,540 8,235 8,895 Selling, general and administrative expense Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total stock-based compensation expense $ 7,105 $ 7,197 $ 12,564 $ 12,981 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI 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http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 63 R51.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Loss per Share (Details) - shares 3 Months Ended Jun. 30, 2024 Jun. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total common stock equivalents (in shares) 7,895,814 7,255,433 Stock options Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total common stock equivalents (in shares) 5,996,025 5,789,272 Restricted stock units Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total common stock equivalents (in shares) 1,860,408 1,415,219 Employee stock purchase plan shares Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total common stock equivalents (in shares) 39,381 50,942 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=agio_EmployeePurchasePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 64 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ("). 5D'04UB@0 +$ 0 9&]C4')O<', O87!P+GAM M;$V./0L",1!$ \IQO;=!P4)B0-
!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " B3@%9-26^4>\ K @ $0
&1O8U!R;W!S+V-O&ULS9)1 M2\,P$,>_BN2]O;2=,D*7%\4G!<&!XEM(;EM8TX3DI-VWMXU;A^@'\#%W__SN M=W"M#D+[B"_1!XQD,=V,KNN3T&'##D1! "1]0*=2.27ZJ;GST2F:GG$/0>FC
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GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO();JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@?
\YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?
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)P>B"RV;]N'Z&U3-L+([W1]072N0/]J<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=?
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M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2? VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,?
-2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:.,0QY@%CS#*%F..^'19H:,]6+K#F-"F]! MU4#E/JO4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" B3@%9.]\\Z=$% #2'@ &
'AL+W=OG1T>26=+Z7ZELV%T.0YB=/LHC77>O&NT\F"N4AX M=BP7(H4W42D2KN%6S3K90@D>%D%)W&&.XW42'J6M_GGQ;*3ZYS+7<92*D2)9 MGB1=X*-R.5:A-6(>.1.IGJ>D>LT%.'K^
X4J"P5VY;JDJ&"?^3I,7&= M(\(+A MU&E_LB&A40V13DJDD_V0/N5<::'B%7D0"ZFT#0^7TBJW58J/1C7$\TH\;S^\ MD5"1#$TO)# 86).'*Y7]KK;CH?$-.4]+SM,]6Z;B,(\4TT!]'G&M*8\S:R+1 ML(:
O1*PAQ;J.M617I&;*!;D/D\F0MG #=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-
;%# _>K:1HP'-45^82CH M/LB/_)D,0^BMT30*'FZD2>^09%[;\3QV1D^LO&AP4UY6\;)]> =A".K9T?:" MW,)WY&-JSRLNV>N1<12F8@4M18&SLU*C$DVI*T=$40_R/VK?W$&+?I3+U$J,
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;"\'=)T(-3,=\STHZ#F8A&3!4WMJ<<%ZT$,8(%89((;[EVTBYP(2 MB>'A,O5XAS!"K#)"#/M_(]+FY7!@ 8KB%C;7F\@ 5KP&'CU2L MLCON?G8'T!3D;IB&XIG*:SCS XI!TQYUSUCS)I /+@I9V5W7-
R<;/W\'?-?)F16$PAU#D^A0%/K0]0US=:+HHSR(G46B;%Y5SP4"CS ;R?2JFW-^8' MRF/L_G]02P,$% @ (DX!69S[/J@:!@ 0!D !@ !X;"]W;W)K:_6G&OTNRPJ=3E; M:
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M2I:7O%*YJ)#DJ\O91W)VY6&CT$C\G?,'M7>,C"NW0MR;DR_9Y0P;1+S@J38F M&/S;\BM>%,82X/C5&IUU]S2*^\=/UO]HG =G;IGB5Z+X)\ T^G(6SU#&5ZPN M]'?Q\"=O'0J,O504JOF+'EI9/$-
IK;0H6V5 4.;5[C_[W09B3X'X(PJT5:#/ M5?!:!:]Q=(>L<>LSTVQY(<4#DD8:K)F#)C:--GB35^8QWF@)5W/0T\LK467P M4'B&X$B)(L^8AI-/K&!5RM&-,:S0"?IY\QF]?_L!O45YA7ZL1:U8E:F+A08,
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ZQP/=Q,@)TCR#)D5R%F4GJQR9'3=?3$?0]GQ&)BED^:TIHDI4)\>SM#5U$%@<6$B=4M$(T)Z,R#0; M[4II IQG9V?DX= ;PK/EH(F1/:HZ!-BS$/&?-1H4.;O-BZ:(G/,!F62SEPX(
MKV7MT.F>U,@S66W#'DCT<3IL,Q7!>*\CM)[88DD4CQ :Z1F-3%,:0)0U[ZG# MB= F+2^,_"'C.L1\CX1CJ=V3&YEFMV%KV\L@)UJ;JD@0AU9_F%S6G *';$ M;;$@3.*1B-.>^N@1ZK-
Z])&H4YO:"+$:]3&I0[0]_]%I_MOEQS&$#CHC- B& MW=HE1T.Y&RW2^[4H,B[5NSY6]W^L=;2G M4CI-I3!-KS@D4H:4B<(1#-F\4(SHG(5B-$Y?58)
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M\C1W;F'4'D#@N<"42BRH#LF8TM ?HZ1^6*'3P\J..4H,3EQVR-'&.* 6*W2 MEHL)P60$M-?/)M[T;&*Q?9,C+W.BO<7^:T'GZN:0MT%J4S>&:,P!O!.#Z2@C]=&)>HG<_FBS_ M U!+ P04 "
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EX2L%/Q1/.4C@4DB(829[3%"N8W. U'MZ> ,;\5+$>ZCN7R',\ MO\-]*$C"VX99*();'B-Z_CR%*T.$@,.'HDL>+Q&<.5KBO"+H@C)4R1251-2'_K8K$[5\9.3U MO\(%/CE0@ M)QANL W >.YR6.LX=[.!L
Q^RV" -6]+P/%)X+4B%64K9XAAN>!3WD,4& M;M3B1@=Q)[PHX/K^8S5')U7S,:L-\$$+/C@# _/12'NQDT-U3RZ=8;J /6_3A M&>BG5?)P!R;J.T/7'VY3=QAZ;NCZ@V$WM.O\?0DZ9V"?4=:-[CI3$
ZBP(F& M6_!=EL'0!\O'OJU5[A[D/X+]&^R$\LU_U%D=_?P0\BC[VX7]RF6-;*]UH#H M[N\S%@O*),K)'%R=7@0:HFZHZHGBI>E)'KB"#L<,,VA"B= &\'S.N7J9Z#:G M;6OC/U!+ P04 "
B3@%9;;BVY7X% "A&0 & 'AL+W=OGL]'JOE1J2ANI);D<$O*YFGH8;3?#U6VUR$41F4)F.+4CY.PS@;32?EM;M\ M.I$[G<29N,N)VJ5IF/][*Q+Y=#-BH\.%^WB]T<6%\72R#=?
B0>BOV[LC#^QZ8=BH3\'8LG=7"),"BF/4GXO3CY&-R-:S$@D8JD+ MBA#^[<5,)$G!!//XIR8=-6,6@:?'!_;?2O$@YC%48B:3;W&D-S!T!-AU@/W2$9PZP'GI"&X=4$H?5]I+X^:A#J>37#Z1O$
#6W%0NE]&@U]Q M5B3*@\[AUQCB]'0FLPB6740$CI1,XBC4MWY#6),_)E(WD%L:CE(/.9O3S/??I%ZC"!2ERN K8&53@OPXNGP7[J<^9.QOM3;]L@ M[C'K'#1O@QCWJ7..6B
HR[98@SI3Z38JW=XLJPM+MB;B>5N4(3S?W"'S;4BR M^9!DBX'(SE:"-RO!>_-M)I4N2KT*X6\RK8U&KU>C??@6I@O-P0>6-!,[*%+VA;/.$RNUQK?\QS*#+UM%/=] MTY5Y&\4<3BV#;('
;,X"CHOV&]%^K^@'Z,'@!KL@:Y'!S9:4XL,(6HE8Z>+F MVZ/EQ6]-QG9=FQOZ$11U:&#H;Z,X=UUJR&^C7-_S.M0'C?K@!654MLH,)CE MDM=Q;",S9PB,4J=55=LP"U8]L W5"%O
N>W@LAD]MG6T5_B?4BFRRF5Z$ _- M&]JCT=8$+AEU?>89LC%@8'O46,8Y2AAX<%L8RE&@[JC,[M!^TM*R7N7;RV@ M0FIH4)W/4"4R^'XDYKF=LHZ ;,[,90<$]UJ#WVIJRW]9K^!2_0"20X
M*M)N-2J7 6?,-V4B._V*3>%(C@&=8E[IE8,R!W?ZI)[; 59?R]XD$O@3B9J M$^8"7L/@[3A>DK?P#K93T?&7=Z@G%;] -K4KWEIY%.8RTQ$9E\QLV'$8-95 MX'6X<6P966\?A+L1Q&]]H1_NR_Q
86T_$!CF!P+K\>/8N+'^SNU;N1QN=I\3_A0[J(; MUV_9]8PAU^?L>E%]+3C25Q\O/H7Y.LX42<0*AJ)7'E2LO/H>4)UHN2TWO!^E MUC(M#S .#WE93Z<%(,T'R5F?X'4$L#!!0 ("). 5E+(M[>2P, M
'P+ 8 >&PO=V]R:W-H965T&ULK59=;]LV%/TKA%84 M+3!'GY;QZB'8M*T-K7VPB^^NMXE(N6Y3\6VS,?]:FG[-]4VU MGIO$*N:!>517RW*>-
^;)V\;\.!G7U$%U:YY5L_>+:CDO-O5?@NRW;=G\'EP$ MO[Z=!E]_]2KX*BC7P2^+:EOGZWE].6[,O%KZ>+:?P^M/<^!'YO!+U>1+HMN- MO]M-M5J99-Y-CN@]]??^?
CXOVS=#O@S>Y.7\XL=U<)/?E_1,LA.LV6R[VBYW M* ?/9E%LS&*NS,ZP:-^R'XK@[U5-+8LZGSHM;LM9V1 0?6)MS?Y4;S>_4\LT M-KER2!A^2!B^ \HCP-?
%7;E>E^L[LP,L_6L"+XVT:\7^::H7P5Y8Z8Z^S80 M[)N AYQ3R>#EMUOO=_5]/BNN1F8%ZV+SH1A=__L 2J7(0)UBT@[7;[H?K MA/$H9BP-P_!R_.%Q0B 'SI
PA81I$*R7'>*0'6)@=IR3$9^8\;,@,A:&*9/] M -ZX[1)FQ=AMPD4:"Q[UVV5NNPN3-\)JIHAF,@E-?O7;::)=&G*9QH=VO>64 MA^64WN4\O'OK]MW[3?#NV6\^[WA#WWQ(V!0)RY
PA81IZ6Q8%RSF+)9MRH=T MND2'=(EVO<61=/EQ/6L3QF2%R8/=HU?M1S/Y\?V?GZOE,C#'N8=\,_\OE2H1 M,E60L"D2EB%A"@G3(%@OE>)#*L7>G>?7MW=N]LAN8'$I:=,WV%
M'%+VX)X>X)]ZX[P_5N\^;H*SKK4F K;E$V'S^E?G06;=7C\&]^0 *S($__MR-Z>^?/X^@0_>2Q(E(%+(X#MT3'W+8# E32)@&P7H)DQX2)OT2"4,E M2>K$E,BH_MXX**VL19J;A8R,;"YAUWZ/Y^UI
9K,%=&H4?M!?:3QF#>H MV7KNN2S*=\<+@L%&7@']|6MS))E"0)866@0V=0FH+2-(K63Y%.W#&_ MN;-2Y*RT#[BK9K@=:!?&Q22=""LC,J+A6JNCZTS-]4LBEB4 M3.RWICLYKYUAG>UB?
MUE^YGBF>]"[VB#WX5(VA1*RZ T!:7I/6V8HF&=TF-^ MI_=\@>X?8"":N$;JN$*'#IU!:0I*TRA:/TLZD\>\=N>)(GT/[>W7I$G?-_2J M=)&NW2B(2G3J7:D32=FY]^P.ZO%_%H++]3]
PY^,T(]&)2606D*2M/,M71G M[-F=%&/)"IX!K5A4-H42LN@- 6E:12MGU*=-F-^;^:.]"G<5ELEFF3K6W#_& MX-@C:1F4IJ TC:+U8]]9-N;7;/Z+];]MU^8C)_1<)B!EU US;5K)IY_L7 M^0\Y=
:E*2A-HVC](IM.TGE_I',OUD^F!7=-U2267-C7ZOMVWFMU@L4E"R>A M??8C&EZD:6+EC:*:Q2(]Z<73Q.2\1S_>&3+N-V3#KM5/KS;4F$%I4R@#M@](4 ME*:Y:QI/G_OXHUJW9Q:
[G50Z_@$&IPE5[G9,K$*'SJ T!:5I%*V?)9T%Y$\H M>CN=&:YFHMTJ)\K>G/W:A=%NE6A(N56J&>E6B\L'\<7 MTW&BM(TEPBZ"|(\\.-!G#9I!!U50FD;1^C<]=;9./+VD3E*&3*2A?9GG'V)H
M3*&T#$I39ZZ(1M=#VHG#,5S2NI."D(_?>C'NZ!*ZHY9>NC0&92FH#2-HO53 MI/.#8FA)W>FT<(O12$M/M'.LCR JZDA+3S2D+#W5C+3TQ.2\UD<\N(G)465%W M>K6A%750V41*RZ
T!:5I\92*.M&90@&LJ*/3Q'52432149C81VRB96)>")/I MA-B'H5(/2E-0FD;1^AG023_QS&HY.NINF5EJ$I+9.H9HYV[%1+&<;&V^L+=B MJ@A.VOZ=:I5R'DO;OQ-S\^_$G?427[!4CEYO3Y&6O>10
P:E95":@M*T;XF/ M[[2="1,O6004*.J9&T?KQ[RR9\%NR+R37_:,.WEM<0Y:&L12".-!*^2@- 6E M:12M_\TXG7.3?N<&E.O2%5)1&MO%MM(M3;-OF:!!]A'0_*&!A5*TRA:/ZB=
MM,+NK#+$SZ)@*2M,H6C_0G3F?G/F,^:2LE4LLJ]] M;OQ## XIM%P.2E-GKHA&C=H/:B?OI% >G7\3NB3C#I5UTI5.*9_$R81S]U,;.M.G0&I2DH3:-H_11Y](5V?E?
GOPF=3@OIZA]+O]IYOS*4KFHX8 M"$H:<__%W+VM,X[#B(5V MP(E[4VWG$A'WILI8\M36Y43#"Q9*^VNDZ&9A*)A=0$S,SGO4CSJ-%?DUUM/+ M%.GEIFP3?<[3W5SP%@RM4(/2%)2F?4M_
\O//K+"T,KT(:*-_\ 0_VD2N0 MCMMOZ- 9E*:@-(VB];.D\V[14.]V5F;$YPEPJIVS&;LVCA;@1$-*@%/-2 %. M3,Z_%WR+_+5LP%K&R*TXD\Y^#_5W4%IVQOP5=$2-HO7_M7%)GY>
(_Q,KY1QVZK\2$X^"7,R[9T+HP!F4IJ TC:+U$Z<3<[%?S 'K&&.W M*HV%$UO2^.8-FT$$5E*91M'ZH.Q$7^T6@\JE)9!:2HF/!^QA(HU M:C^HG0J,!U6T#55_L>NECLAUHN5QN>Z?].#
0L4>E*91M'[X._$7^\?2$^1Z M[-ZS2-Z413--&_RZ\O[_*[X*=_LZ6!:WIGOX;6(X MF_)N<7C25/=7(W-*>U&PO=V]R:W-H965T&ULM5GMMLV%'T5PBN&%FAJB=27L\1 XJY;!W0-FG7[S4BTS442
M59)VDC[]2$J6;(FB7<#[DTCRY=6YG^>2NGIB_%&L"9'@NL(J7Z9=&TP+23&OUR@4"P\G]3\B3VKH$VY8&Q1WMS,N>>!H1R4DJM0JL_FW)@N2Y MUJ1P?
&N43MIWZH7[USOM'XSQRI@'+,B"Y?_03*ZO)\D$9&2)-[G\PIY^)XU! M!F#*8XGG5YP] :ZEE39]87QC5BMK:*G#>"^Y^I6]=7*^8&6F@D(RH*X$ MRVF&IJYE^J?BI84@"W! HLU^* B+L
%^'K_'KQ^]0:\ K0$?ZW91N R$U=3 MJ=!HG=.T>?-M_68X\N8(?&*E7 OPJT*0':Z?*BM:4^#.E%OH5/C'IGP'D/<6 M0 \&%CR+TYA89?6A$W^>*<"QIN:I3E4I*K%ZJM01V+;]*+T6%4W(] M464J"-
^2R?$GG_S(^\5FXIF4'1@VJP-SQG2,RD[%O4^BURAO0]44I3BNN. M6V8 %XQ+^MT\L%E>]POWX@=G@=\+\E (A;/8'N&X11H[D=Y+ECY>Z(:>@905 MBN5$C9H\ZVMB
QL/P7KQ;-9#:Y'RDSBRPTU:N,G16L%IRHG!J%IL1D7*-J4$ MZE;QZ2.1^$'EIR#IAH^VCF0 [2+T4=0SP"85H\1NP*PU8.8TX#>L"Z+4N"LF M<*YMJ+BN$/EB,H5\V]!*5YP-^&P("?7];I'Q0\^.VO-
RGTH813V\=JD8(1& . _QL^\$_(7@G'Y76;UJ/$[++6EZF16L; _; MZH,=2HVY%G9(H;/)+M:X7!'1ZY1"$-5T=4;D%#_0?+QK-NK/U#;/I>W0&1WY M^TZJG=^DIIR%YAI"M[J8WVI&L1J.AB&;A;
?,HM4$(X$K>-LWTW:'U4VE9+Q M%RNPP/+*).KWS$6P=:?M.;IO?<5)AFNU*L\XB)M>$]\F8_N3;I9;0D'()4I?4N&0M#WQFJX8U'?3:M,E3X16>"%9^%.J.DCV\H=!$E M:(0[_8X\?3=
[*H!\0YR>WJM>*_PA35Y$ 0S[!EC$?\OHPX-Z.C4=_/IYUXW M/X;6PHDQB@?8I!&+8G\'SKN]-WD^=EX=C]OC^$=DJ'7QVKA2^C#$:RP(TQX
MA#!/F8)MF.&0#]7,#X.P[V6K8.3/T$A6P(X[H>]DI(^&*D^ ZJ3@'V6>ADMOG=AJ=KK(M8C60GCY*-TL.13#5(+^A'RR(($=SOI8? .\]$;LJ\ MXRPE)&OV8@66#5S3C-2(^:,6#?
DR]+THZL]M%CF$XB [$IL4FHW%H*-<>(QR]V.@G:[!N_%:B+7?G"PRH[,\&@5NFFU;4W* MN5N:J?;T\-*,QR?4_)!*5=-)O$%WLLAY00S'FE/'N3!V-J@0)W7_ M<',ZD[9#HSN>AL?WO=5ACNF-
NR*59K-.>$IW P@IJIR]$-+(5$T]@2K'UL,' M.*3K:!;UMSX6*1A[(P=,L.-TZ.9T:S(N3XWQD+QMR(=2X\A1Q_#H!(8W>S=- M[\8&[7USH2M_]K R&836:@;14G_5,\F%@:A-]*N4$?PR+TY7HR!!5B"!
[*B M9:F=KUJ8FKB :L"4958[AMOA)(%>?WJUB/EH!L.1G0[J.!NY.=MI!]&S^%$+ MAK2(QKD-[9]WNP^[[357EYH,!SLU95L[$AAOR*'W!HVY_$SZI]O^9$C6\ER=X O86W(@V'9_V1U^]Y
M%JG$ZW/O=._[5T'XRGP6%,"XL/Y^U#YM/SW>F]NO>>W_N6B+H#8J:F_9W[" M7'43H;:72Z72>QN?EQ6ZJM)^]O#1+I8M/=A[^;S1"W=A MVL -N<>GO7Z6PE:F#M;5RIOYBYWIP8^OCNE]?
N&+-5=A]+>BGF+&DBB/'/..=.OR0-'/^=9G_#>\=>9CJ8$U?^9HMV M^6+GZ8XJS%QW9?O17?ULXGX>T7RY*P/_JZ[BN_L[*N]"ZZHX&!)4MI;_]774
MPWT&',8!ARRW+,12GNI6OWSNW97R]#9FHS]XJSP:PMF:C'+1>GQK,:Y]^>'2 M^$M2GJX+]4H'&Y2JW-O@JE;38I[OM=B'7I[+X]SOI(Y#V^9\[$ZY.N%/$Q"OCJ\<\)?NGJBCO8S=;A_>'S'?
$?]IH]XOJ/;-NT7NK9_M\/8R=>+JX$I;:'$3Z&&\?5+'&UOK.K>Z5!=X:."3;5# _F,Y"Z^%5_[-0R+ M\78!*-)^#(W.S8N=AM;REV;GY5__%2VHW;:I5&YJQI=K_#QKW]Y>GBX_^S*9/S7P;/TI
O]$Q(L/G6=7WL<;&5+ M[96Y)FT3GH0,'W+3M.IJ":&5+%>WYKH%U/RSLWA/.3SU5S:8C.#'^&%;YTL- M1,A-U]I"D+S\A[AS)8NYL%UCMK<%[ZT*J5T[[@A1YB@7SUOF0
MQ.8%69$DVBR]5Z3WZ,-=LO3V^LTHC0UJ-;.N67LUZ9?^KVQ+PM)R7M>!P-[6 M"]7 LN3L)-7!DV>J!()"*#&J*I$$(.32-LK6+.?01FA MRH!L[9)?6SBL3F\AC;2T3F'G[#NM99U5IK Y' H"*(\R5_ #
#?$&?1^ ;H M2.Z3EQHFI?UO0FI=Z1>KB?I-WH+/05LK6HP'D$':KECQP*TRK74EZ2OPIB& M[85).TC0U;39%D](8DS(#@VMTH(8N+3Y4N&)K2]=>8F%HDZ61I?
MO.EO*4K4L!>\UOF5WQ%O!D/X]30>/T[6: M&6BJL04FU4U36C$G>5F.8&8%M1X8%F[:H8 4I6MHL4'U[5*W/"41["+VLXQ M3]TJ"\?)6[9.UH.I1H/(_+\\36L0&)0O,^A9J=F\#ED37LIUD>\U)*D

[N&]I(!!R]U^'/+3O+CC=E^9D\B:,F^TQ+6L&:@3 MO15&B9XR6>,#W]3C"-(S>$*1LC!]J-.ADT)+C)M]1:,6R#(>LV-7CN'! M9; DLPU77GPJ=:U<8V M&Z>K<+5<:X>+:E@6^&= Q@O@?*-!!^W&.^C :RS^ U!+ P04 " B3@%9 MP/23IOP" !-!@ &0 'AL+W=OL%Z7M>B*;MB#8C.V4$MR)3EN]_6CY"3-@#;8 M7F*)(@\/*?%DT"C]: I$"\^BE&88%-96!U%DT@(%,QU5H:23N=*'6=KJ/#*5 M1I;Y(%%&21SO1H)Q&8P&WC;5HX&J;X?O'!NSL097R4RI1[L+NV-:K[@LIX=AY>JTOA?:%K?Y', :6VL$LM@8B"X;+_L>=F'C8#] M^)V 9!F0>-YM(L_RF%DV&FC5@';>A.86OE0? 3>2X=)=R:S6=Q +PXAB9/^%KS>NL:>Q^O]:XWP!,PGE=OOA^AM @D!4U9L"E5< @ MX]0-/JO;. M_Y XPH05FO0EA(NZ8=R&\%4PVGVC!Z]#N&5UQF&LV8RS$)C,//B=Y"ZC,\.) MX)I9-!VX1\@42&4!GRL2!G+E9J-D(E.P!5)/:.!1$R/@@B[; G5&U:0 M:%V M&Q/"G$LF'6>B+S/N>T>MH"=!@F! S8&4D]*2W0"IIV+4J]P+F:'4M;3MM*^M:ZT,&;*DOSX94%ZC]HYT/E<*;O:N 3K? Y#1'U!+ P04 M " B3@%9C71R+[," "$"0 &0 'AL+W=OV ^VW MG^V$#"J#4,<;L)W[_<^7N_@<;2A[XAF 0,]E0?C(RH2HAK;-DPQ*S*]H!40^ M65)68B&G;&7SB@%.-506MN*'MM\"N' M#=\9(Q7) (Z5/:O(U'5F.VA 4D BE@.7?&FZA*)20W,:?5M/J7"IP=[Q5G^G8 M92R/F,,+M>7[GJST+)347M&QA MN8,R)\T_?F[?PP[@'@*\%O!> \$!P&\! U0@:('@5*#7 KU38Pa,(#$50[\% M^CI9S=O5J9E@@>. (T0UBRE]]J8'.KZ9E1G*B*O%!,/DTEYR(%_@%K3E: --5 M31) DYPG!>4U W2)?CY,T(>+C^@"Y03]R&C-,4EY9 OI6RG82>MGW/CQ#OCQ MT1TE(N-H2E)(#?SL.!\>X6T9'XMPU\ [!T5_%:3*^0[GY#G>(%A/[?"\3O, M).X>Q">G>_<-^/1T[R9\]G^QS]^\^;U4^%T-^EK/?TL-FDJMD0O,DZQV3G%YF<2VZN6H*N6X)AZ_%VV M9UD:QC.H(4--JAZ\CB^O0]<=1/9Z-^4&LX';"Z[WS28F,W_@A/MF4Z..:\]KI MS&#F]OMAV-^WFYOLPF"@M3U[FNS=P[]$MA*]W..$EH3T7Q[W6IW9;C1G?+5 M^M@=3EW#^DQ>,9H;P3_YYGXBCY]53C@J8"E=.5=]V=Q8T_.;B:"5;CF/5,@& MIH>9O"8!4P;R^9)2L9TH!W%*_X+4$L#!!0 ("). 5D0PNQ 1 ((H& M 9 >&PO=V]R:W-H965T(%5@@89-H2L+GM MX0X8LR"C\;MC>OV6-0%T?*1_=;6;698P9U@0R5]#W"$ _)LE1+$B_796J)K"OUTBC(AZT\X)75[<[S6P],HB>L"-J2@2 MU-Y3]$V%IEWU*4J!V5%31 M*@0,E? 9N"3"#*@W.;RVL%#&YICT]M>E)D>B9SNZSK+2E&M,Y!]'!T@456N[O M]!@PM[65F_DD*C5;0/+'R2?\WN*7$^@#79!N'3.3'#YP;+=EF92)>$C/;I^O M6GWJ!*$&5:UUNUHII!-523=-A2X=?!X>B[>3V]O6O:QJ#G!]J=JJS/Y7!FT MN*DY'S7\L,)Y3YF+]@.EATZ9NP+_9+4'Z]%^[Q,<;_+H0R,@2JU\^AK7/>V^ M95ZE3WCKX>E#*&K5G&C;]!FF'HQ?G(R$3Q\7TTUT2_Z@-W4QNIHOL>^$ZC0 M[V<.#4V^H06Z+[R7_P%02P,$% @ (DX!60>9JD[P P0< !D !X M;"]W;W)K&ULC55=;]LV%/TK%^I0M(!@2;0D.ZYM M(';;K4,#!'';/0Q[H*4KBP@EJB1EM_OU)2E9<1K'VXO(2]US>,[EU_P@Y(,J M$35\KWBM%EZI=3,+ I656%$U$@W6YD\A9$6U">4N4(U$FCM0Q0,2AFE0459[MR[D;NY7+N6@U9S7>2E!M55'Y8X5<'!9>Y!'T[MBNU'8@6,X;NL,-ZB_-K311 M,+#DK,):,5&#Q&+A74>S56SS7<)7A@=UT@?K9"O$@PT^Y0LOM(*08Z8M S7- M'M?(N24R,K[UG-XPI06>]H_L'YUWXV5+%:X% XOENEQX4P]R+&C+]9TX_(&] MG\3R98(KJX5+@GQMZD+5*BZH'&P45J[N6?N_K\'\ I <0I[N;R*E\3S5=SJ4X M@+39ALUVG%'6'-N)8;1=EHZ7YRPQ.+S]2)N$KY2W"#5+52C05UPK>W-,M1_5V M'F@SB\T-LIYQU3&2%QA3N!&U+A5\]'/,G^(#HVZ02(X25^0BX9]M/8)QZ ,) M27R!;Q$'CN^\7];?L]4QH5UK>#OZZW2TNR2?\YY[BCC\Y3VY,Q40S-<>.9H M*)1[]):O7T5I^.Z"X'@0"%]B7VZZ P.B@#55)7SXUK(]Y6Z=:)W##94/J.UZ MP0:S5C+-C)]^.7.@&DXLVY, =S9-LGH'*ZJ8.F?XHJ3SAN]+A$)P<\XMH M.^SL7R-(M!(RJQJ_T5\]ZE>/^JL3 875OW?Z+6#[SCND7=FY&!F:\J: 5;92 M9M?@L&MF\.93#;H4K3)X18^.WC4MZ1OQV O-.5=E4]5_@91ZI-P;#D\RH]G ML>F\?C4E$7EG>G'BIY-)CWWFL$?VN"_JQ]R^GJ9RMY3(A"XI,T?!;_+O8H:WON3^L_9"6A/[D:/XO7 M0C9"&H5&W?8LDEPE_C2>/(N[0IU?]6-NDII9C)=?XQ>*_/(V.EFZY"KT24*> ME"P-4S].$C4W3(.3:[5"N7./AX),M+7N;MAA='B?KKMK^3&]>]S,.N]8K9_(80^!G:"X=5>_@102P,$ M% @ (DX!62?6*OOZ P B0D !D !X;"]W;W)K&ULM59M;]LV$/XK!S4H;("S1(J2J-0VD)=VRX .09-L'X9]D"7:%B*) M+DG%[7[]CI*M.('M;P,,FSS>/7SN[J')Z5;I9[.6TL*/NFK,S%M;N[GT?9.O M99V9B=K(!E>62M>9Q:E>^6:C959T077ELR"(_3HK&V\'5K:W*1MYK M,&U=9_KGM:S4=N91;V_X5J[6UAG\^723K>2#M$^;>XTS?T IREHVIE0-:+F< M>5?T\IH[_\[ASU)NS<$87"8+I9[=Y*Z8>8$C)"N96X>0X<^+O)%5Y8"0QO<= MIC=LZ0(/QWOT+UWNF,LB,_)&57^5A5W//.%!(9=96]EO:ON;W.43.;Q<5:;[MAFWO&^&.>6NLJG?!.* +IO_-?NSJ.:\F UKI889^=?,_TL,;:.H)#S(O-6E+:6!T:.SF/'4M[B'M_3S'=YUC\=.X,7P535V;>!S4\CB;;R/W :";$_PFIT%_+UM)A &!%C ^!F\ M<$@X[/#"$WASW8LT%F5E#8%;N;"0-05_MZ6]N=A"?Z^6ABK433_'"M"OP<_ MOH=(2]=FD^5RYN%),5*_2&_^\0.-@T]G,N!#!OP<^OP!#V;18L/4$HZV[QCA MLY#"'1]@F]>Z9!-P)7)H">0*3ZBQLG!\[%K"4E5XU,MF=0FCNP9-JC588S.& MJUII6_Z+KD\-_H-4[X=?LE+#3:LU=N<2;B0Z+\LL[@M8A=RHTQIX0(H)4$ M./CX03#*/N%HE(QW"$F I\G+!1X UB!K#$X2PA(Z>(2<.QL%"U_52]2-TX. MATE2GI PC%XC0DK'G=5E?*/T1FFDA906;^(83TE'4ZPXBP>=W.6/QQ%P9#YD T:PE,*2DDJ8FSNX(QL@IB>R8!R MPA&<4O8:PTG$V1$1,3P45 "CR>"+)H[G[;R.$BI(E*9.1X1UYW]?@7Z-1@*. M_; Z!]=C+?6J>P08E%+;V/ZF'*S#.^_JOUY?W?M'"BIU538&*KG$T&"21'[H M_N+O)U9MNLMVH2Q>W=UPC6\EJ9T#KB^5LON)VV!X?8[2<"5!XVKB742C6=?5UP4 .%9F9PVNDZ52 MSVYSDTZ\T E"@8EU#(Q>+WB)0C@BDO% [P^FU1SK@[GK+?EWW3KTLF<%+)1YY M:K.)=^9!BBM6*NM0<1]--S?(D2IGY"U=1V8@^2TEB5;\"D(.>R>;/7S?8 M 9R%[P#B#2"N=3<'U2JOF&73L585:%=-;&Y1MUJC21R7[E+NK*8L)YR=WL@7 ME%;I-SB^9TN!YM,XL,3KLD&RX9@U'/$["\VX5=)F!C[+%-- \0'I:47%6U&S M^"#AUU*>0B?T(0[C[@&^3MMDI^;K_+?)*VX2H4RI$7Y>+(W5]%?\VM=Q0]C= M3^B<,C(%2W#BD14,ZA?TIA_1/WP_(#<;BNW>XA]>D?.2TN!H%;02M\G\B#- M?I$MGP]5QI,,$D4&,]:XPQ*5YZ@3S@29M"C$FPO.GQ8/WYZ^7U%[@^ZYOP5@ MZI(V0U@I0=;F@>L;['*TPP7Z*&3N3#@E7T!UO4=(Z! M(QB&].A%\$CV/>'RI- J06,@COS^,()HX/?Z9W#-):??/(6U4BDE ;C7A\CO M]@9PKRPIYNTE'T'<\&>=2VBH1\.^K#O4H(=TU#7ZWHT&&JOE+;Q3QMMI\]% M8[J_Y#G@>Z&0?-QJJBMN!263)TO&ULE99M;]LV$,>_"J$50P*HT8,MVND+X128F\^QWO?R)G.Z4_FPK DB?!MI9D'E;7U5129H@)!S86J0>*7C=*'6ASJ;61J#;3TBP2/TCC.(T&9#!8S_^Y> M+V:JL9Q)N-?$-$)0_>T:N-K-@R38OWA@V\JZ%]%B5M,MK,!^JN\UCJ+>2LD$ M2,.4)!HV\V"97%WG;KZ?\#>#G3GH$Q?)6JG/;G!;SH/8 0&'PCH+%)NO< .< M.T.(\:6S&?0NW<+#_M[Z>Q\QK*F!FX4_X>5MIH'TX"4L*$-MP]]P=T\63. M7J&X\4^RZ^;& 2D:8Y7H%B.!8+)MZ3.W#Z]9D'8+4L_=.O*4OU-+%S.M=D2[MV6C-=7RH?C7",>F2LK(:OS)<9QO60/H# M SFY4])6AKR3)93'ZR.$Z8G2/=%U.FCPST9>D%$^>L.:PI;(D'VT%FMS*MOZ1IV0*.?:7B[TSO0.-F0C>)8\N:*/%8:X$@F9,6>MCE^[=8W30^UB#1I]RVW$5RB#F&S(*IW%^T$["/!GU[0TU M%:DI*Y%'$RI4XX)CLN"-\\N<6R "+38:\&]C7>#]J.U>KX9,LF2D<,9+>,/,;[MD5B^$\(#N)/%9<(+P65UFL1ND)'D,LSBB>OG^B3+'%]]R*<9)GK3U$4XGE M\48.D*+Y))S$*=:;13!CR=DDC*?I^0OQ'2KB##^%(#'6MEMLM/R!R6W;Q%?D%6S;FF76ZQ O^R4'@:) M?D//SOFF9=[O<>N^/F;6+YEYSVSVS+1G_GF1I&&69YU(PA'JY5&Y5/M_Q"0[MF:?HX P5H+?^IF"(%TU[G/9O^\O(LCV#GZ>W-YD[JK=,&@Q^@TOCBPD6G&YO M!^W JMJ?R&ME\7SWW0HO5*#=!/R^4K@ SP4 !D !X;"]W;W)K&ULʔ53; M;MLP#/T5PBN&#C#]J:Y(V2PRDEV$=4"!HN^UAV(-BT[%16?(DN6G_?I2<>%F1 MYL6B*)ZC0]'D;"/5DZX0#;PT7.BY5QG33H- YQ4V3)_)%@6=E%(US-!6K0/=M*F2% S4\B,-P'#2L%EXV<[ZERF:R,[P6N%2@NZ9AZO42N=S,O[K=66L M\AF+5OC YKO[5+1+AA8BKI!H6LI0&$Y]Q;1]#*U\2[@1XT;O6>#S60EY9/= MW!9S+[2"D&-N+ .CY1FOD'-+1#+^;#F]X4H+W+=W[%]<[I3+BFF\DOQG79AJ M[IU[4&#).F[NY>8K;O,96;Y<X#S M\!U O 7$3G=_D5-YS0S+9DIN0-EH8K.&2]6A25PM;%$>C*+3FG F6^2YZK" MFQ76[1 $N<<8U_%JLM%'T=_P^ ME'+/F!YFM!TSU2W+<>Y12VA4S^AE'S]$X_#S$;WIH#<]QIX]4 <6'4>0);RM MTR&M1]D.:]W1XJ[\N:1^TX9<=*FI$$K]J7%KL9[":Z:T@E^PTO9_^!%0>=.6Y MQAR;%2I((G\0FLO&4C+7>R<01?[%>$1&G/AQ$@]A5@E3>>5]4N S38F6>MX0 M7AL-T84?$RP:^>DX&4"MDB5J.Q<8AQ))=N*GR05)HV2$F2KR#VPTD"D9^, M)O H#0'8VYQ/(!G[DS0F(R6*\00.%2_8:[(&U=J-$OM@G3!]OPW>85HM^B;] M%]Z/NCNFUK70P+$D:'@V&7F@^O'1;XQL7&ULG5?;;N,V$/V5@;98V(:W6Q)SMH&'*>7+;!%D*3M M0]$'6AI;ZDJBEZ3LI%_?(759VW'<;%\DFN0?98:HX*DL*CFS M,J6VUXXCDPQ+)J_X%BL:67-1,D4_Q<:16X$L-4%EX?BN&SHERRMK/C5]=V(^ MY;4J\@KO!,BZ+)EXOL&"[V>69W4=]_DF4[R#F4^W;(,/J'[;W@GZY?0H:5YB M)7->@<#U5%YSS>1GF\F_)[C7AZT05>RXORS_Q0SQG5FN3@@+3)1&8/3:X1*+ M0-D+L&E]:3*M?4@<>MCOT'TWM5,N*25SRXH\\5=G,BBU(< DOI'G"OID[=BU(;JEXV093!F5>-6_VU/)P$!"_%N"W ;[)NUG(9'G+%)M/ M!=^#T+,)33=,J2::DLLK+UHF">]QA52,,'MFJ0#F<.HK0 M]1PG:9%N&B3_^C^LS]>]2N_Q%%*91)^J%),C^,=RJI/S>]2N_$O OY25U<0N#;XKC^Z M@!?TI08&+W@%KRMQ+7@)2\I5T]8@+NE4&2T,"TOASL9*F_Z]S!+3XH_/XVC[7 M0P"2L>4$NEM?PF G$(\&!Y$(CUT/^],K(X&,%*N.U9%4J MAT97_0@.6N?6A^\@MD-O3._0CCR?WEYHQ^Y(-WP[\#VX0/"X)WC\?PF&A2Z; M50F14*74:\@ZQ_C%);4!I^[5'9/X/2CIR"KVP-"N;,RQ7SY!7M@"S)=*Z*XK?'K $[RK==*A*F<,-%CEI(80(E:54V6N&Q5EJ2ZU/%.M?4K(!% M^C>YALYG)>$GOD-1Z3:1LZ)E)+U5+2KI4&-;4,EF\)$KBKQI2@*FX!9I9$7& M"SR[V0 DZ3C43]N-M9$]B\C^9T8["UHY! \ MOK>_(":>'7ZY51%\]T=Q8FQ^*;\TM<<45785,,Z-+ M/@H]@<>;7G*ONAUZ@_]LP_Q=02P,$% @ (DX!6;]7[3&U!0 ,Q$!D M !X;"]W;W)K&ULS5A;;]LV%/XK!V[1Q8!J2]0] M30PD:;MU0%4(MNKIQA!!^S%HJAS^Q',M:($^-4Y&/ MF6T^XX)GY6!R9OJF8G)6K56>E3@5(-=%P<7C>);5YGS@#0)XZKK/E2NF.\>2L MYDNQEV4-"NPE%E5@L#%^>#",:V,M;TQ^)KA1NZT08]D7E5W^N53 M>CZP-2#,,5$Z J?'/5YAGNM !.-[&W/0I=2.N^VGZ! -V&DL;W[=CZ_C)54NS2]L6EM[,E:]JIHG0E!D97-DS^T\W", M VL=F,'=)#(HWW/%)V>BV#0UA1--\Q0C3>!RTI-RDP)^IJ1GYK,5ES@VTL: M5PI3_DC3C2AS=CZ_5S*FN>X/F %HA$<8^#R9M73F" ZT'N=*8>#'T'O#7X8^LT*85'EM&ZS<@E*:P+,5ZT1 M:1)7]79M46(R%Z#(368/4#1*0*T$(!ZQX_$4_E@7B MDR)"'-B6%T7@NB,W[N*F<.)$GN6ZSI C>(KGB9T+: Z9@6^@(S[7O'",L. MW"%XSLAGY%QGPG0S*_1M\O1&GO-/<'N#)&!Q'%@V\S4P=^2'3Q#,1/Y@[EHA M"RV7163N.R,[A*\H-12*#_A0TS9&+ZJ">^H^)EN/YOQ.<_[1FKN>W?8*K#?2 M"P2F_U,71E5 &V2"!]Y)N KS]<(M^5],\M2;PSRL,0[8'.[IR(HOY;*CC..&A]/NT.E:D56Q! M;6K61VO0T1H<3>OT&5I([[V UNG_AU8W8);CNC2SM \$P9;4R+5LVP:7C5BW M"D^FSS+DA*2-R&]X\OX^WL..M/]JWSUS[=] _;[F6CTD1AV]T=$D&M[::D2? Z53LC35'.7Y4M/DZ<#RD!YZ\1[6 M0P.\83S9!8Y;X-P 5QIX=@!XT@%/=H'+/>!5!QPR(DBV(I2G<+,2B'O5)LQ(M57L=)YJTJFHMZ0B5PX93HXJM:[93QD@M&,L-J#;O6K$;TC.R/)>99T25Q37I MA:H2M:=S"8'%'(=<0Y\V;,=RPA!B?5((VL,Z[5(5N0(=[$&;%*V*"@THPDEABWK>#@9:K]:3HEY2$G+1C@*=[3;;HV%Y8M MR9[E!;9Y^IYM),MTI4RTQ<>?3?N8H668_OZ MES3F,)*.IQ\QE=C_L>+&.Q?9 L727-@$W?\D MD[!4$L#!!0 (") .5EUFMO0)0, +L& 9 >&PO=VJR:W-H965T MZ4?38UHX;D1TBR#VMKV M*HI,46/#S(5J4=).I73#+$WU+C*M1E;ZH$9$21Q/HX9Q&:P62NU.KQ;JLX)+ MO--@NJ9A^N4&A=HO@TEP6+CGN[JZA6BU:-D.-VC_;.\TS:(1I>0-2L.5!(W5 M,KB>7-UDSM\[_,5Q;U[9X#+9*O7H)K^7RR!VA%!@81T"H\|3WJ(0#HAH?!\P M@_%(%_C:/J! \KE3+EMF\%:)OWEIZV4P"Z#$BG7"WJO]9QSRR1U>H83Q(^P' MWSB HC-6-4,P.6BX[+_L>:C#_PE(AH#$|^XJBP_,LM6"ZWVH)TWH3G#I^JC MB1R7[E(V5M,NISB[^J*,@18U;&JF5?YY8%N!YM=%9 GGQE)Q!4!;>J::A -U85C[#^WO$G)E!: WND'-;/A>BHXE!IU< M M$T4GF&]X"OW(16=I[QN];G_38^ZG$CY+Z73*#S5'I00];2HM%#U3XYGB?YGB M$5-+D<4QVW)@*XFM./2E\3?%VE;PPO4F6'5T3JU$B=H0"^TQ*8:KT@"7)04X MN"T6K#-(*^Y\QY/\&E*+3I10LR>DH01&"B$M_^!)D% 5A4IQQ4|U!J)@"QA MPY^/FARH17%L43>DPRVIUN5D(_G\VD8)SE9E[-YF%PF<(_4<[QPS/I"=9)3 MB2;A;!J'63PC*YOD83*9P[IIA7JATWO'MM-%30H$K2"VOC &TGF8SB:0Q^$] M2^!!62;>OH?+<#;/P[DD(RO)$!+4SC5K=$K06E0[QL&L+MI.VU95P=E?FZ M%Z2?[KV5ZQZD4 BL*C2\N\P!T+Y7JQ*K6RJ-661:T;=T'M'&B_4LH> M)NZ |7^U^@%02P,$% @ (DX!68'[T+5#!P 7$(!D !X;"]W;W)K M&ULU9Q=;Z-&&(7_RLA=5;M2:@/^R$<32TE@MJF: M)EHGVXNJ%Q,8VVB!\3+864O)\1T^#!Z'S,;542O?) ;S/C-P7N9ECH'S9Y%^ MD7/,_(MCA)YT9EGV>*LUY/^G,=,=L6")^J;J4ACEJG%=-:3BY2SH B*HYYC M6:-->S,*D,SXOUMVGXK.QS*(PX?9:OZ(W/ M%VS&)SQ[7-RG;JE74X(PYHD,14)2/KWH7-IGM._D <46GT/^++< ^DWQ7GH3X MDB_[S+@U4<;9=E;'R>BF>2YELK6OZAD^N(5@9*Q0OSW+L]8&,D/Y"?R. ")^WEZTZK[1JDUN19'-O"3@04N\ YUXQP#HJ4-0'P=G/B&,Y=ML.?2]O8D>M.V..=KE? MUXOR7<>WNXTQ).S>&_+A,5;K5U M7CN4_3JE^@6O_PKO)O%%S,E$I0]78U!VI/(J8HFO5A5C99YIET$0YLG%(N*& MTH^$7*J4(T_K?'$AI%K_,17+A3PB^A]NF*=\8__F"/K) ;\@]HHXD=Q? MIBJ+>-L =&5L8E_1D3 7"?.0,%K"3@M8?DFR&H\PZX:D58M:@YK-8=&-2^C M9!VQF-S/F;H2\DR"WT6E2=VMTTY(VY?Y9 P%PGSD# *@FD"CVJ!1XUBB=F%46F% K5F1SP ME9JQ+G+!U)0EXFH2H\[71:7R43Y]">-EW":FL8E]Q43"W!(VVA:S;^UHB6R0 M@F":EJ>UEJ=&+1W+MLBEZ:PSQNN\K%!+F(F$>$D9!,$U1VVHF^M9AE>FJOZ < M@M)<*,V#TBB*IN?1EF%D&|>&VJT1G4Q%2I@_#]6P7RR+*9$+[H?34"4$__;3 M8W92)2KY8I[Z>7UH:H**:!]>JCYL#[?.3N6\-O=S;\61-]*HRB:KKC3*.X8 M%7_E!# ^J!@6U4BFNQHB)FJB3OU7="(4D=VJXB<1L3:Z64O%DZR3=W/#>0P"2 MYD)I'U1&430][1J#SSXPA\^&6GQ0F@NE>5 :1='T/&!\/OO[1A]9I, +G/&@? M'\KXX?95)XEE[18"]#'I7E0&D71=+T:]\!V6WG7Q;DY:YW7MB@-]*HRB:KEYTE2&$P=4QM4W#S=7D[O(=^3X^\W#YY+)@^7#]ZD-0.@ M7AR4YD)I'I1&430]51I#SCX^L (/=?F@-!=*\Z TBJ+I>=18@K;9$]PJ&*E8 MLRA;&\M%"#TCPHC:)HNGJ-"6B;7<"/+$R(2(C,"X*] M#7ZCYL;,;941Z@U":2Z4YE4TS>%WCKNG>L)25*/ZC2V-|><8#2% M1XUKZ)A=P_UJ?P7;J?WV;NTWM[FW>E"+#TJC*)JN7F/Q.4;K9]^BL25V\VN^ M&B@^5\[@P&H(J'9*,V%TCPHC:)H M>AXUAJ-CA8_D]\:S7W8.S=>>IZGNU-8%]JD!Z51%$V7O'$I';-+GLK'#LA[IFK,9KL/K*IEVBV+O"0CU%*(VB:+JP MC:?HF._R^Q^N*-3R9O/R(N/6)(%:BU":"Z5Y4I!%T?1T:JQ%Y^3 +C&@]RY" M:2Z4YD%I%$73\Z@Q.1VSR;GG-!7J;5:TW4FOLUM4H*8EE$91-/U)L\;[$.] M35!1*2S2MO0P]W;O1\V@EB>4YD%I%$73LZBQ//L'9GGVH98GE.9":1Z41E$T M/8\:R[./M#S-L+U%;C50K?Y.+8$VZD%I%$4KU>MM/10?\W16O+Y $E\LDZQ\ M+KQ>6[\BX;)X, <#.>M< ^\|H7'328|KT+MRR=A>ITCOA4(:WNL9HZI^6K#,J% M3"R*1 ^^?1):)N/@XYRS@:,;Z! ^GXJ1+99R!NH7R@Q_@=02P,$% @ (DX! M6;9VEZ0/" >E< !D !X;"]W;W)K&ULQ9OO M;YM($,: RLI7G5HI%\.RRY*>8^F:7'H]M5)5M[T7IWM!{V,BL%G/2D^ "W M8.)A#5T#'<2;QG_8&9X9!O_Z&#-[C),OZ5K*C'S;A%%Z.5EGV?;E=)HNUW+C MI^2Q5D;JG;LXV?B9>IK<3]-M(OU5L6@33JEEN=.-'T23^:QX[7TRG\6[+ PB M^3XAZ6ZS\9-_7\DP?KR[F0V:?M^T0]FQZBK(*- MC-(@CD@B[RXGO]DOKSPG7U!L\3F0CVGE,4A M?/7G05[),,PCJ?WX6@:=''+F"ZN/GZ+?%.*5F%L_E5=Q^%>PRM:7$V]"5O+. MWX79A_CQ#UD^XGP\91RFQ;_DL=S6FI#E+LWB3;E8[<$FB/9 _6J(E2H+/;:= M!,1<0-LN<,H%1>6F^STK9%W[F3^?)?$C2?*M5;3\05&;8K52$T1Y&Q=9HMX- MU+IL?N,'"?GLASM)WDD_W252]2A+R2]DL6\LB>_(E9^NR>]?=|&#'Q;O^M&* MO/.3+S+S;T-)%G*Y2X(LD.E3D!7Q,U*)G3>,?,@W2X+HGKSRTR ESZ_5^B!, M7ZALGQ;7Y/FS%^09"2+R<1WO4I4CG4TSI3'?T^FRU/-JKX=^1|^?N^B<.-89 MH19E#/Y.HEW M6U6+,W(31.KUP_)(O.SHOZJXMO|*$_)WV]51/)&O9S^TU2-?7K6G#X_!{Q, MM_Y27D[4D*9"3^<|_V:[U:U-MD()IE7(.E7),T>;/E05U3<3MF=SV$5;5W;85V;5,5M/+>*@16!.J*@):IQ08\Z>BKR#(]'=XI/M]8RO9I,UW(9YT;%CYZNR' [#_D3!ZQD3]>Y1 JFE<2V@'NL<<]A97ZD8F%%TZM5H40; MZ3Q6!CIU(C/GZZL'L,PVLDS;D9!)%MP%2]7[-.?@E=S&:9 URD8%,:QH>G4 MQ6QGY-DPLF#G:B%%TZL%,&B;;;#CYV(9K3H@MNW5/A?-2?N* L*SC5C4D>/][3"0 *^LUA"X: ,OVJC :->)T;8H=:WC MR1@"&6U@1ML,C>TFXW7\().H:/X)U4AD6-9F",ZT 33MBY'G Y5 L:+IUA @ M*#5"6]?Y**-I\|$M<>$ MR@<9$KM1)ZJ7B!5-KP:P)AW93J2H# (H53:\6,"C%LA1W5.T76K5/B^&H$0* ME$A1*9'6*?8,T)^PH"0*3#NXJT;BLVMFX(W*. >Q3#6^Q/8RTM1G/*SK,Z M!.$Y0'C.R":C@VHR8D73JP7DZ&*9C$[=9&P:#W. ^OGJ]!P,D[$R'NWM1G/F MSGT?Y(O?RC>_(JN-#JK=B!5-KQ:PHX-J-SIUN_'X\]* 2QF]|CJSN/QD)@3]A4$Z,@P3,<* M:G6Q'\YY.U^X-024,H!2-K+]R%#1%"N:7BU 4X9]/[*Z_5@;E"'HD56N7,1S M'FFC1-RK&/(=3P;HR49V'ADJB&)%TZL%(,JPG$=6=Q[I!1/L>!:&0$4&J,A0 M49&UO*+1G+6O*N!%-KS]R.KV([^P**?'4H> /@;0Q_#\1]K2?S2G[#RQ0W > M!\[C(_N/-5_Q(JF5PL@DF/YC[SN/S:=W\SY^NH!U.-X_B/MYC^:,W?N^Q^0 MQP'R^,C^(T?U'[&BZ=4"@N2H_B-O=[FC.6E?494?M.!YD+2=!VG.V+GI0Z ? M! 3C(WN0'-6#Q(J5PO DJ.")6JYX.;.Y:UJ%`)8 -KJ3H]iN1 M6.Q(JF5PLH M4F#9D:)N1Q[/ASE77RW >0+-BJS,1WL_TIR^<^.'P#P!F"=&]B,%JA^)%4VO M%N"C0/4CQ>GK('8#X'S"=&-B0%JB0)%4VO M5N7./;BW[CE-E>:$?04!50HT+Q)FI+4A:4[>N?=#H*D -

[72 M(EVT?BD/ZUA[>@8]^A^HGX+ &M<7@5%1 MY?@1H59Q+VX,W720]VT2!>M7YC#VM2>O;7(:%W>:J6% M6FF1+EJ_E(4AUR9H=Q.YN]VWB3.[(#^Z?VZ<7MN)^*+YER.WR [[Y$/(9DEU6 M4I"C+1_*.@EX74GS;:&Y8+B2F^>WF#%&PO=V]R:W-H965T9^?=K&X8"I6C:4O4EP>;[/OM<./BP/!-ZQQ(CN[SK& K+>&\O-)U M%B608W9)2BC$G3VA.>9B2 \Z*RG@6)'R3+<,P]-SG!::OU1S-J1?DB//T@)N M*&+'/,?T80T9.:\T4WNNX-0$YZDK MN#5!F:Y7MBO'!9AC?TG)&5&)%FKR0GE?L86_TD(FRI93<3<5/.YO$TSA8BU< M':,;_ "!2@#-T@;8B(>-C!HCL47@OLI(!0[>082YPG* M)]$=>E_*8#.$B[B: MN=@IH>LSIC%#SP/@.,W8"R'X<1N@Y]>H&W7^L9^;?2.%#QA5*"QBB ?XP3C?&^'KPG>-ZU'!ZZM4<&_C\4ELHV7R#(L M9V _FZ?3[2%S?F[U\(=7[SC#;K+)5GKV:#952; AN@.@YP&P>XHPZX%2[%-$I4 M78OA)-ZFI4K1$=-*

'%;|W+Z<4"Z84"R<2ZX3%:\+B_>;BXDT9Q"G%@BG%PHG$ M.D&<-4&<_:+B4NFZK4?=<3RC5UL&0*[3 P5?@^:6W:M2X0!HOG""\N\,7X^ M:OQ6G(?3XO 2':*OP@"PR.Q;$N99QB>60>|\"H^/>FYY1BP91BX41BG0@M MF@@M?G.-64P9Q"G%@BG%PHG$.D$TC2]-C2&+JDPMW#Y1S$RC?X091"WZ1Y@! ME&FYGM.K-(.PQ=SLU1J]U>3E0 ^JNV;"L&/!JQ-Z,]MT\->J;^W-K\VKC3DP M'\B.7S657^2KSP7O,#VDHL_+8"^6,BYGHBS2J@.O!IR4JL7<$2X:5G69 (Z! M2H"XOR>$/P[D LUW$/]_4$L#!!0 ("). 5D=]8%/90,)0. 9 M>&PO=V]R:W-H965T^Y MN)$Y@$*W!65RX>1*E:>N*[,<"BQ/> E,/]EP46"EIV+KRE(7MND@KJ!YTW< M A/FI'.[=BG2..\4)0PN!9)546#Q\QPHWR\ LK4/^7 MET+/W!9E30I@DG"&!&P6SIE_NO1#DV COA#8RX,Q,J5<+A^ []G2U>%W.-)2PY_4K6*E\X,P>M88,K MJJ[X_CTT!<4&+^-4VE^T;V(]!V655+QHDC6#@K#Z']\V0APD:)S^A*!)"(X3 MHD<2PB;!*N?6S&Q9;["'Z5SP/1(F6J.9@=7&9NMJ"#/;N%)"/R4Z3Z6?N2H M!(%6.1: 7KX%A0F5K]"_2)H5.7>5?HT)=K,&\KR&#!Z!#-%GSE0NT05;P[]; M[VIZ+H\ +HAX^R]]/#P?HA*UDH<4+'\$[8XJL":V, M_] *LDH014"7>YO12E>,-H(7:,F+LE+8>I5OT 46C+"M1)>MUM\^:6#T04$A MO_>I7+.(^EF8XWTJ2YS!PM'G5X+8@9/^\|*?>&_Z)!H)K"-8U H6#:&G_W&% M*]6DVLOM>?3;S(MFQUYO"\P\N/ 3_I-[A]<;_S! BZ*DO*? WYLA)9KF]]J*28#=UP!E&?NH=C MH74U".XU")Z%[QL:8XDV$EI7M/M+GC]X)?I3YX&POD&X3"MSM6SH@[?B2!$YN M5*1L0![./OZ>%_KZ0^#N)Y].3EH/Y]>[\3,+G)/0*WIU@.A%JX4+ XB)QX>) M[]/&I+L'2>]1QH1[V\)VJ*G1<;Q3C)9X:,;^F@D=A-QM>G8P3;X @KJ]OVR M- ZGBB[;G2NR)MB;23(N5,I4DZ9-5J%A7[,[^@^G<%=%V4(H-9%;AHII]-" M4NMAQ:@;1G;"A+B#Q_M7MJ6]R#;VS.Z8;)K&4-UT,JX#^IMJ3GM3]O)5ND')M'PO]=6ZF(VT?"IO=*I;QA>TOLL8 IM[&U6E9BN47P:LX5>E=,BPSUWCM#SOUWG*9-,4;%IVM3^ M>U[E5SN.NF]EV7ZK[!KV>]S?V>_=Y-4QF(R/P>11U&3O&$PF1V"R^V;?FH>;MC-[G0H;U26CCN+5UV&JB 1QJ!^0G'(_%.FDPGG.AN:Q[,YZF3+XX>EZD MAW)Z*,>Q?,C(?K \?DYB+O],DR2*XAA;T='(ZV"$K5LF^"L%FBE8&"[@-4.Y/?G@9KR MRI<__=R^ Q02P,$% @ (DX!69>*NQS $P(M L !?3T\$MP>;4#M.*2VBZD8_1!2:5K5N %(MB6/:(7->=I3W;+T]!;X"O.DQQ0FE(M2S,.\,W2?S+W\PPU1>5*(Y5;&GC3Y?YVX$G1H2)8%II%R=.B':5_'"5VPCA M:S5*Q^/34UL*/XP'A1>FDT%(:">RD>W>_SX9#MI)-+J:1_FB7M M=R425DLM:_E35+-DG#"W,8]_&RM_&NVY*DIKE)HED^[$O;!>EJ^*BP!YQY>N M+?%\>T]7-@W FXN#MJO+F2R@M[R;WXRYIF*_4Z5 -/ M,8H>HXW#_K,+XIG]/V$TJY4LQ:4IFUIHW\71"A4 M=O(K4N8YK68)1=F)RQ; M\+4(#P6_J^Z!_1 %H7+GDDX8>=5RTC)HRNAG:@8?'-&R0HX*O:%*ZY+P2+(M%(%,CPCY;QI!9@AD=A3((N# K1%DCD#F1X3L17**0$Z/"9E%D*<(Y.DQ(?,(M\CT"^9X6\CLDFUU(R5R'[N*D8V;%%E8XN(_["/(# OF!%K)HZIK;IT!6R+66 M6W7/5"'8CN&MLZ-/>Q4E\C&7Q,2W>#;C!H8HA=LQ<[^ "8Y]B(PGV*?7$,+]L.#>6-"+[XH]L& M4L?7']N04'I45S!K8N;56$G5>5C.>W&2:4["A" M>8:4)L9$%["(C?(69@%U5XV*,3&]9,1ZB<1W";A2]7IWABDF(U;,L_E>6E9S MQ>:ZJPJ.8DQ,-!GU-&6/^=RR(N2@MK"58XR)^28C]LT@YC^Z@BE"6!F*,3'C M9-3&&<*\:CQD(W8C>XV.F23$TCD<__0CNH@Q,>GDQ-)! M,7L*SS'IY,32P:-Y&V-BTLF)I8-C7L28Z+X)L70&Q[Z_\WR,B0DH/\+B6!32 M&!,34$XL(!2SWX4P >7'F/"\8,8;43DFH)QZ P7%C+>B(M66A*;*'#">2):>8?J;=6P7[5PDJL9):5-^@;@?E)5?EPK+PT6V#Y-.PNKEJ ME+J LN_ZVO!J_V;"_JV*S[\ 4$L#!!0 ("). 5FAE^J4R0$ * > : M >&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E;'/-V;ENPD 4A>%707X AKN8 M+()4:=)&O(!%AD4LMCP3!=X^" IRK!1IHCF5-;9_X_()F_;8]IL MNS0Z'?;'-*\V.7?/(:3E)AZ:-&Z[>+Q<6;7]HL8=#*9AO[G MC.IE]G/F:''NXE\FMJO5=AE?V^7G(1[S+X/#5]OOTB;&7(T63;^.>5Z%T_Y^ M.H7K0<:7R=7H[6->]6\?4H7200I\6C[((,C*!SD$>?F@&H+J\D%3")]6#WJ MH(?R08\0]%@^Z F"GLH'R01EG! D#; FT%J0:R'P6A!L(1!;D&PA,%L0;2%0M6Y!M(7!;$&XAD%N0;B&P6Q!O(=!;46\ET%M1;R706PBOJK01Z*^JM!'HKZJT$>BOJK01Z*^JM!'H;ZFT$>AOJ;01Z&^IM!'K;8+.$ M0&]#O8U ;T.]C4!O0[V-0&]#O8U ;T.]C4!O0[V-0&]'O9U ;T>]G4!O[V= M0&]'O9U ;Q]L=A/H[:BW$^CMJ+<3Z.VHMQ/H[:BW$^CMJ+<3Z%VCWC6!WC7J M7?^GWBF?]S'=>VYK?/Y_4ITO]\;]XZ_+V\G!2[CB'."],LW4$L#!!0 (M "). 5DHM&@3PP$ (D> 3 6T-O;G1E;G1?5'EP97-=+GAM;,W9R6[" M,!0%T%]!V5;$>(. C9MMRV+_H";/" BB2W;4/C[.F&06M&HB$J]FT2)[7=? M;.EL,G[;6?*];576?I(L0[/C/EL297VJ;%4QY&Y<94.\=$MF-792B^(B<%@ MQ#)3!ZI#/S0UDNGXB>9Z78;>|S:^]H6I)XFCTB>]Q_W$)FN2:&O+(M,ACK-- MG7]+Z1\2TKBRG>.7A?4W<4+"SB8T(S\''-:];LBY(J?>3+OPHJLXBVU+YL.N M))VESC3HYG/BXQRDZVKN"3UUI'._9(H5&6Z+WK3G1SB#M/^RJ_.;\MT!<:9 M,V>LCR?FZ/*XXY$TJ_LV%B(7BNY//"7&TE=_'S6GG5/^R^RXO1_&K=KS*R] M7;_'7_X5/_"/@1('Q*D#P72QQ"DCQ%('[<@?=R!]'$/T@&UL4$L! A0#% @ (DX!63O?/.G1!0 TAX !@ M ("!#@@'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ (DX!66VXMN5^!0 H1D !@ ("!OQ< 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ (DX!66>2Z$?6!@ MM!T !@ ("!M"T 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ (DX!6;.D4@RI!0 0PX !D M ("!^TL 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ (DX!65D'1W$&PO=V]R:W-H965T&UL4$L! A0#% @ (DX!65EM MK9V$"0 5!L !D ("!-VX 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ (DX!68UT&PO M=V]R:W-H965T&UL4$L! A0#% @ (DX!60>9DJD[P P0< !D ("! M,1 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ (DX!6&PO=V]R:W-H965T&UL4$L! A0#% @ (DX!6;9VEZ0/" >E< !D M ("!';< 'AL+W=O&PO=V]R M:W-H965T'!!X;"]W;W)K&UL M4$L! A0#% @ (DX!6:CJI*T>!P >=# !D ("!<,4 M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M(DX!662*FM[X @ $0D !D ("!;M4 'AL+W=OP" #]"P &0 @($6 MX0 >&PO=V]R:W-H965T&UL4$L! A0#% @ (DX!6=UB2*2: @ D08 !D M ("!9ND 'AL+W=O&PO=V]R:W-H M965T_N !X;"]W;W)K&UL4$L! M A0#% @ (DX!66AJ6:S4 P UPT !D ("!/_0 'AL M+W=O&PO=V]R:W-H965T3[!X;"]W;W)K&UL4$L! A0#% @ (DX! M66&$S_EX! [1D !D ("! ! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ (DX!65PV+&9& P RA0 M T (!. P! 'AL+W-T>6QE&PO=V]R:V)O;VLN>&UL4$L! A0#% @ (DX!6:&7ZI3) 0 H!X !H M (![10! 'AL+U]R96QS+W=O XML 65 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0);e.removeAttribute('id');a.parentNode.appendChild(e)}} if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p ;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'} e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 66 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 68 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.2.u1 html 162 251 1 false 43 0 false 6 false false R1.htm 0000001 - Document - Cover Page Sheet http://agios.com/role/CoverPage Cover Page Cover 1 false false R2.htm 9952151 - Statement - Condensed Consolidated Balance Sheets Sheet http://agios.com/role/CondensedConsolidatedBalanceSheets Condensed Consolidated Balance Sheets Statements 2 false false R3.htm 9952152 - Statement - Condensed Consolidated Balance Sheets (parenthetical) Sheet http://agios.com/role/CondensedConsolidatedBalanceSheetsparenthetical Condensed Consolidated Balance Sheets (parenthetical) Statements 3 false false R4.htm 9952153 - Statement - Condensed Consolidated Statements of Operations Sheet http://agios.com/role/CondensedConsolidatedStatementsofOperations Condensed Consolidated Statements of Operations Statements 4 false false R5.htm 9952154 - Statement - Condensed Consolidated Statements of Comprehensive Loss Sheet http://agios.com/role/CondensedConsolidatedStatementsofComprehensiveLoss Condensed Consolidated Statements of Comprehensive Loss Statements 5 false false R6.htm 9952155 - Statement - Condensed Consolidated Statements of Stockholders' Equity Sheet http://agios.com/role/CondensedConsolidatedStatementsofStockholdersEquity Condensed Consolidated Statements of Stockholders' Equity Statements 6 false false R7.htm 9952156 - Statement - Condensed Consolidated Statements of Cash Flows Sheet http://agios.com/role/CondensedConsolidatedStatementsofCashFlows Condensed Consolidated Statements of Cash Flows Statements 7 false false R8.htm 9952157 - Disclosure - Overview and Basis of Presentation Sheet http://agios.com/role/OverviewandBasisofPresentation Overview and Basis of Presentation Notes 8 false false R9.htm 9952158 - Disclosure - Summary of Significant Accounting Policies Sheet http://agios.com/role/SummaryofSignificantAccountingPolicies Summary of Significant Accounting Policies Notes 9 false false R10.htm 9952159 - Disclosure - Fair Value Measurements Sheet http://agios.com/role/FairValueMeasurements Fair Value Measurements Notes 10 false false R11.htm 9952160 - Disclosure - Marketable Securities Sheet http://agios.com/role/MarketableSecurities Marketable Securities Notes 11 false false R12.htm 9952161 - Disclosure - Inventory Sheet http://agios.com/role/Inventory Inventory Notes 12 false false R13.htm 9952162 - Disclosure - Leases Sheet http://agios.com/role/Leases Leases Notes 13 false false R14.htm 9952163 - Disclosure - Accrued Expenses Sheet http://agios.com/role/AccruedExpenses Accrued Expenses Notes 14 false false R15.htm 9952164 - Disclosure - Product Revenue Sheet http://agios.com/role/ProductRevenue Product Revenue Notes 15 false false R16.htm 9952165 - Disclosure - Share-Based Payments Sheet http://agios.com/role/ShareBasedPayments Share-Based Payments Notes 16 false false R17.htm 9952166 - Disclosure - Loss per Share Sheet http://agios.com/role/LossperShare Loss per Share Notes 17 false false R18.htm 9952167 - Disclosure - Subsequent Events Sheet http://agios.com/role/SubsequentEvents Subsequent Events Notes 18 false false R19.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 19 false false R20.htm 995445 - Disclosure - Insider Trading Arrangements Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements Insider Trading Arrangements Notes 20 false false R21.htm 9954471 - Disclosure - Summary of Significant Accounting Policies (Policies) Sheet http://agios.com/role/SummaryofSignificantAccountingPoliciesPolicies Summary of Significant Accounting Policies (Policies) Policies http://agios.com/role/SummaryofSignificantAccountingPolicies 21 false false R22.htm 9954472 - Disclosure - Fair Value Measurements (Tables) Sheet http://agios.com/role/FairValueMeasurementsTables Fair Value Measurements (Tables) Tables http://agios.com/role/FairValueMeasurements 22 false false R23.htm 9954473 - Disclosure - Marketable Securities (Tables) Sheet http://agios.com/role/MarketableSecuritiesTables Marketable Securities (Tables) Tables http://agios.com/role/MarketableSecurities 23 false false R24.htm 9954474 - 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Disclosure - Share-Based Payments - Schedule of Expenses Related to Stock Options and Stock-based Awards (Details) Sheet http://agios.com/role/ShareBasedPaymentsScheduleofExpensesRelatedtoStockOptionsandStockbasedAwardsDetails Share-Based Payments - Schedule of Expenses Related to Stock Options and Stock-based Awards (Details) Details 50 false false R51.htm 9954501 - Disclosure - Loss per Share (Details) Sheet http://agios.com/role/LossperShareDetails Loss per Share (Details) Details http://agios.com/role/LossperShareTables 51 false false All Reports Book All Reports agio-20240630.htm agio-20240630.xsd agio-20240630_cal.xml agio-20240630_def.xml agio-20240630_lab.xml agio-20240630_pre.xml http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/dei/2024 http://xbrl.sec.gov/ecd/2024 true true JSON 71 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "agio-20240630.htm": { "nsprefix": "agio", "nsuri": "http://agios.com/20240630", "dts": { "inline": { "local": ["agio-20240630.htm"] }, "schema": { "local": ["agio-20240630.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/net-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] }, "calculationLink": { "local": ["agio-20240630_cal.xml"] }, "definitionLink": { "local": ["agio-20240630_def.xml"] }, "labelLink": { "local": ["agio-20240630_lab.xml"] }, "presentationLink": { "local": ["agio-20240630_pre.xml"] } }, "keyStandard": 215, "keyCustom": 36, "axisStandard": 17, "axisCustom": 1, "memberStandard": 22, "memberCustom": 18, "hidden": { "total": 6, "http://xbrl.sec.gov/dei/2024": 5, "http://agios.com/20240630": 1 }, "contextCount": 162, "entityCount": 1, "segmentCount": 43, "elementCount": 486, "unitCount": 6, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 577, "http://xbrl.sec.gov/dei/2024": 29, "http://xbrl.sec.gov/ecd/2024": 4 }, "report": { "R1": { "role": "http://agios.com/role/CoverPage", "longName": "0000001 - 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Disclosure - Product Revenue - Schedule of Product Revenue, Net (Details)", "shortName": "Product Revenue - Schedule of Product Revenue, Net (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "41", "firstAnchor": { "contextRef": "c-9", "name": "us-gaap:RevenueFromContractWithCustomerExcludingAssessedTax", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true }, "uniqueAnchor": null }, "R42": { "role": "http://agios.com/role/ProductRevenueScheduleofProductRevenueAllowanceandReserveDetails", "longName": "9954492 - Disclosure - Product Revenue - Schedule of Product Revenue Allowance and Reserve (Details)", "shortName": "Product Revenue - Schedule of Product Revenue Allowance and Reserve (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "42", "firstAnchor": { "contextRef": "c-4", "name": "agio:ContractWithCustomerContractualAdjustmentReserve", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c-4", "name": "agio:ContractWithCustomerContractualAdjustmentReserve", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true } }, "R43": { "role": "http://agios.com/role/ProductRevenueScheduleofRevenuerelatedReservesDetails", "longName": "9954493 - Disclosure - Product Revenue - Schedule of Revenue-related Reserves (Details)", "shortName": "Product Revenue - Schedule of Revenue-related Reserves (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "43", "firstAnchor": { "contextRef": "c-3", "name": "us-gaap:AllowanceForDoubtfulAccountsReceivableCurrent", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "agio:ScheduleOfAccountsNotesLoansAndFinancingReceivable1TableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c-3", "name": "us-gaap:AllowanceForDoubtfulAccountsReceivableCurrent", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "agio:ScheduleOfAccountsNotesLoansAndFinancingReceivable1TableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true } }, "R44": { "role": "http://agios.com/role/ProductRevenueScheduleofChangesinContractAssetsDetails", "longName": "9954494 - 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Disclosure - Share-Based Payments - Additional Information (Details)", "shortName": "Share-Based Payments - Additional Information (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "45", "firstAnchor": { "contextRef": "c-124", "name": "us-gaap:EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "unitRef": null, "xsiNil": "false", "lang": "en-US", "decimals": null, "ancestors": ["span", "div", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c-124", "name": "us-gaap:EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "unitRef": null, "xsiNil": "false", "lang": "en-US", "decimals": null, "ancestors": ["span", "div", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true } }, "R46": { "role": "http://agios.com/role/ShareBasedPaymentsScheduleofCompanysStockOptionActivityDetails", "longName": "9954496 - Disclosure - Share-Based Payments - Schedule of Company's Stock Option Activity (Details)", "shortName": "Share-Based Payments - Schedule of Company's Stock Option Activity (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "46", "firstAnchor": { "contextRef": "c-4", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "INF", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c-4", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "INF", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true } }, "R47": { "role": "http://agios.com/role/ShareBasedPaymentsScheduleofRSUActivityDetails", "longName": "9954497 - Disclosure - Share-Based Payments - Schedule of RSU Activity (Details)", "shortName": "Share-Based Payments - Schedule of RSU Activity (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "47", "firstAnchor": { "contextRef": "c-123", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "INF", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c-123", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "INF", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true } }, "R48": { "role": "http://agios.com/role/ShareBasedPaymentsScheduleofPSUMarketbasedStockUnitorMSUActivityDetails", "longName": "9954498 - Disclosure - Share-Based Payments - Schedule of PSU, Market-based Stock Unit or MSU Activity (Details)", "shortName": "Share-Based Payments - Schedule of PSU, Market-based Stock Unit or MSU Activity (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "48", "firstAnchor": { "contextRef": "c-126", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "INF", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfNonvestedPerformanceBasedUnitsActivityTableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c-126", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "INF", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfNonvestedPerformanceBasedUnitsActivityTableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true } }, "R49": { "role": "http://agios.com/role/ShareBasedPaymentsScheduleofStockBasedCompensationExpensebyAwardTypeIncludedwithintheCondensedConsolidatedStatementsofOperationsDetails" "longName": "9954499 - Disclosure - Share-Based Payments - Schedule of Stock-Based Compensation Expense by Award Type Included within the Condensed Consolidated Statements of Operations (Details)", "shortName": "Share-Based Payments - Schedule of Stock-Based Compensation Expense by Award Type Included within the Condensed Consolidated Statements of Operations (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "49", "firstAnchor": { "contextRef": "c-9", "name": "us-gaap:AllocatedShareBasedCompensationExpense", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true }, "uniqueAnchor": { "contextRef": "c-135", "name": "us-gaap:AllocatedShareBasedCompensationExpense", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfCompensationCostForShareBasedPaymentArrangementsAllocationOfShareBasedCompensationCostsByPlanTableTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "unique": true } }, "R50": { "role":

"http://agios.com/role/ShareBasedPaymentsScheduleofExpensesRelatedtoStockOptionsandStockbasedAwardsDetails", "longName": "9954500 - Disclosure - Share-Based Payments - Schedule of Expenses Related to Stock Options and Stock-based Awards (Details)", "shortName": "Share-Based Payments - Schedule of Expenses Related to Stock Options and Stock-based Awards (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "50", "firstAnchor": { "contextRef": "c-9", "name": "us-gaap:AllocatedShareBasedCompensationExpense", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true }, "uniqueAnchor": { "contextRef": "c-149", "name": "us-gaap:AllocatedShareBasedCompensationExpense", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "unique": true } }, "R51": { "role": "http://agios.com/role/LossperShareDetails", "longName": "9954501 - Disclosure - Loss per Share (Details)", "shortName": "Loss per Share (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "51", "firstAnchor": { "contextRef": "c-9", "name": "us-gaap:AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "0", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c-9", "name": "us-gaap:AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "unitRef": "shares", "xsiNil": "false", "lang": "en-US", "decimals": "0", "ancestors": ["span", "td", "tr", "table", "div", "us-gaap:ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "agio-20240630.htm", "first": true, "unique": true } } }, "tag": { "us-gaap_AccountingPoliciesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountingPoliciesAbstract", "lang": { "en-us": { "role": { "label": "Accounting Policies [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccountsPayableAndAccruedLiabilitiesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableAndAccruedLiabilitiesDisclosureTextBlock", "presentation": ["http://agios.com/role/AccruedExpenses"], "lang": { "en-us": { "role": { "terseLabel": "Accrued Expenses", "label": "Accounts Payable and Accrued Liabilities Disclosure [Text Block]", "documentation": "The entire disclosure for accounts payable and accrued liabilities at the end of the reporting period." } } }, "auth_ref": ["r55", "r57", "r60", "r786"] }, "us-gaap_AccountsPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableCurrent", "crdr": "credit", "calculation": { "http://agios.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://agios.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accounts payable", "label": "Accounts Payable, Current", "documentation": "Carrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r55", "r606"] }, "us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccretionAmortizationOfDiscountsAndPremiumsInvestments", "crdr": "credit", "calculation": { "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 8.0 } }, "presentation": ["http://agios.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "negatedLabel": "Net accretion of discount on marketable securities", "label": "Accretion (Amortization) of Discounts and Premiums, Investments", "documentation": "The sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": ["r86"] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://agios.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 1.0 }, "http://agios.com/role/AccruedExpensesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://agios.com/role/AccruedExpensesDetails", "http://agios.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accrued expenses", "totalLabel": "Total accrued expenses", "label": "Accrued Liabilities, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r57"] }, "us-gaap_AccruedProfessionalFeesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedProfessionalFeesCurrent", "crdr": "credit", "calculation": { "http://agios.com/role/AccruedExpensesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://agios.com/role/AccruedExpensesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued professional fees", "label": "Accrued Professional Fees, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r57"] }, "agio_AccruedResearchAndDevelopmentCostsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://agios.com/20240630", "localname": "AccruedResearchAndDevelopmentCostsCurrent", "crdr": "credit", "calculation": { "http://agios.com/role/AccruedExpensesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://agios.com/role/AccruedExpensesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued research and development costs", "label": "Accrued Research And Development Costs, Current" } } }, "auth_ref": [] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentNetOfTax", "crdr": "credit", "calculation": { "http://agios.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://agios.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive loss", "label": "AOCI, Debt Securities, Available-for-Sale, Adjustment, after Tax", "documentation": "Amount, after tax, of accumulated unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale)." } } }, "auth_ref": ["r728"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://agios.com/role/CondensedConsolidatedStatementsofStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Loss", "label": "AOCI Attributable to Parent [Member]", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r1", "r10", "r19", "r333", "r336", "r387", "r477", "r478", "r729", "r730", "r731", "r736", "r737", "r738", "r739"] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": ["r669"] }, "us-gaap_AdditionalPaidInCapitalCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalCommonStock", "crdr": "credit", "calculation": { "http://agios.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://agios.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital, Common Stock", "documentation": "Value received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital." } } }, "auth_ref": ["r66"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://agios.com/role/CondensedConsolidatedStatementsofStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Additional Paid-In Capital", "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r486", "r736", "r737", "r738", "r739", "r788", "r841"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { 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Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements." } } }, "auth_ref": ["r28", "r29", "r164"] }, "us-gaap_EarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareTextBlock", "presentation": ["http://agios.com/role/LossperShare"], "lang": { "en-us": { "role": { "terseLabel": "Loss per Share", "label": "Earnings Per Share [Text Block]", "documentation": "The entire disclosure for earnings per share." } } }, "auth_ref": ["r155", "r163", "r165", "r166"] }, "agio_EmployeePurchasePlanMember": { "xbrltype": "domainItemType", "nsuri": "http://agios.com/20240630", "localname": "EmployeePurchasePlanMember", "presentation": ["http://agios.com/role/LossperShareDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofStockBasedCompensationExpensebyAwardTypeIncludedwithintheCondensedConsolidatedStatementsofOperationsDetails" "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Employee stock purchase plan", "verboseLabel": "Employee stock purchase plan shares", "label": "Employee Purchase Plan [Member]", "documentation": "Employee Purchase Plan" } } }, "auth_ref": [] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://agios.com/role/AccruedExpensesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://agios.com/role/AccruedExpensesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued compensation", "label": "Employee-related Liabilities, Current", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r57"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "presentation": ["http://agios.com/role/ShareBasedPaymentsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted-average period to recognize compensation expense (in years)", "label": "Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition", "documentation": "Weighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r312"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions", "crdr": "debit", "presentation": ["http://agios.com/role/ShareBasedPaymentsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Unrecognized compensation expense excluding options", "label": "Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount", "documentation": "Amount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options." } } }, "auth_ref": ["r785"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions", "crdr": "debit", "presentation": ["http://agios.com/role/ShareBasedPaymentsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Unrecognized compensation expense related to options", "label": "Share-Based Payment Arrangement, Nonvested Award, Option, Cost Not yet Recognized, Amount", "documentation": "Amount of cost to be recognized for option under share-based payment arrangement." } } }, "auth_ref": ["r785"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://agios.com/role/LossperShareDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofStockBasedCompensationExpensebyAwardTypeIncludedwithintheCondensedConsolidatedStatementsofOperationsDetails" "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Stock options", "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "agio_EmployeeStockPurchasePlan2013Member": { "xbrltype": "domainItemType", "nsuri": "http://agios.com/20240630", "localname": "EmployeeStockPurchasePlan2013Member", "presentation": ["http://agios.com/role/ShareBasedPaymentsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Employee stock purchase plan", "label": "Employee Stock Purchase Plan 2013 [Member]", "documentation": "Employee Stock Purchase Plan 2013" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line One", "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, City or Town", "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Postal Zip Code", "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, State or Province", "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Central Index Key", "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": ["r634"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Common Stock, Shares Outstanding", "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes

or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": ["http://agios.com/role/OverviewandBasisofPresentationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Entity [Domain]", "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r634"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Filer Category", "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r634"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } } }, "auth_ref": ["r718"] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://agios.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Registrant Name", "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": ["r634"] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://agios.com/role/CoverPage"], "lang": { 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"documentation": "The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS." } } }, "auth_ref": ["r634"] }, "ecd_EqtyAwrdsAdjFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Awards Adjustments, Footnote", "label": "Equity Awards Adjustments, Footnote [Text Block]" } } }, "auth_ref": ["r673"] }, "ecd_EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Awards Adjustments, Excluding Value Reported in Compensation Table", "label": "Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member]" } } }, "auth_ref": ["r714"] }, "ecd_EqtyAwrdsAdjsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Awards Adjustments", "label": "Equity Awards Adjustments [Member]" } } }, "auth_ref": ["r714"] }, "ecd_EqtyAwrdsInSummryCompstnTblForAplblYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsInSummryCompstnTblForAplblYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table", "label": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member]" } } }, "auth_ref": ["r714"] }, 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Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]", "label": "Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r343", "r344", "r354", "r595"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://agios.com/role/FairValueMeasurementsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements, Recurring and Nonrecurring [Table]", "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r343", "r344", "r354", "r595"] }, "us-gaap_FairValueAssetsMeasuredOnRecurringBasisTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsMeasuredOnRecurringBasisTextBlock", "presentation": ["http://agios.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Cash Equivalents and Marketable Securities Measured at Fair Value on a Recurring Basis", "label": "Fair Value, Assets Measured on Recurring Basis [Table Text Block]", "documentation": "Tabular disclosure of assets, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r790", "r791"] }, "us-gaap_FairValueBalanceSheetGroupingFinancialStatementCaptionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueBalanceSheetGroupingFinancialStatementCaptionsLineItems", "presentation": ["http://agios.com/role/FairValueMeasurementsSummaryofCashEquivalentsandMarketableSecuritiesMeasuredatFairValueonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]", "label": "Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the

inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r349", "r351", "r352", "r353", "r356", "r357", "r358", "r359", "r360", "r451", "r595", "r599"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": ["http://agios.com/role/FairValueMeasurementsSummaryofCashEquivalentsandMarketableSecuritiesMeasuredatFairValueonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Level 1", "label": "Fair Value, Inputs, Level 1 [Member]", "documentation": "Quoted prices in active markets for identical assets or liabilities that the reporting entity can access at the measurement date." } } }, "auth_ref": ["r253", "r272", "r277", "r344", "r354", "r393", "r589", "r590", "r591", "r595"] }, "us-gaap_FairValueInputsLevel2Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel2Member", "presentation": ["http://agios.com/role/FairValueMeasurementsSummaryofCashEquivalentsandMarketableSecuritiesMeasuredatFairValueonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Level 2", "label": "Fair Value, Inputs, Level 2 [Member]", "documentation": "Inputs other than quoted prices included within level 1 that are observable for an asset or liability, either directly or indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r253", "r272", "r277", "r344", "r345", "r354", "r394", "r580", "r581", "r589", "r590", "r591", "r595"] }, "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": ["http://agios.com/role/FairValueMeasurementsAdditionalInformationDetails", "http://agios.com/role/FairValueMeasurementsSummaryofCashEquivalentsandMarketableSecuritiesMeasuredatFairValueonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Level\u00a03", "label": "Fair Value, Inputs, Level 3 [Member]", "documentation": "Unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r253", "r272", "r273", "r274", "r275", "r276", "r277", "r344", "r345", "r346", "r347", "r354", "r395", "r580", "r581", "r589", "r590", "r591", "r595", "r598"] }, "us-gaap_FairValueMeasurementFrequencyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementFrequencyDomain", "presentation": ["http://agios.com/role/FairValueMeasurementsAdditionalInformationDetails", "http://agios.com/role/FairValueMeasurementsSummaryofCashEquivalentsandMarketableSecuritiesMeasuredatFairValueonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Measurement Frequency [Domain]", "label": "Measurement Frequency [Domain]", "documentation": "Measurement frequency." } } }, "auth_ref": ["r343", "r344", "r345", "r347", "r595", "r793", "r796"] }, "us-gaap_FairValueMeasurementPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementPolicyPolicyTextBlock", "presentation": ["http://agios.com/role/SummaryofSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements", "label": "Fair Value Measurement, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for fair value measurements of financial and non-financial assets, liabilities and instruments classified in shareholders' equity. 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Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability." } } }, "auth_ref": [ "r372" ] }, "agio_LesseeOperatingSubleaseAreaOfPremisesSubleased": { "xbrltype": "areaItemType", "nsuri": "http://agios.com/20240630", "localname": "LesseeOperatingSubleaseAreaOfPremisesSubleased", "presentation": [ "http://agios.com/role/LeasesAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Area of premises subleased (in square feet)", "label": "Lessee, Operating Sublease, Area Of Premises Subleased", "documentation": "Lessee, Operating Sublease, Area Of Premises Subleased" } } }, "auth_ref": [] }, "us-gaap_LessorLeaseDescriptionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LessorLeaseDescriptionLineItems", "presentation": [ "http://agios.com/role/LeasesAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Lessor, Lease, Description [Line Items]", "label": "Lessor, Lease, Description [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": [ "r136" ] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesContinuingOperationsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesContinuingOperationsAbstract", "presentation": [ "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows" ], "lang": { "en-us": { "role": { "terseLabel": "Financing activities", "label": "Net Cash Provided by (Used in) Financing Activities, Continuing Operations [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows" ], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets." } } }, "auth_ref": [ "r136" ] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesContinuingOperationsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesContinuingOperationsAbstract", "presentation": [ "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows" ], "lang": { "en-us": { "role": { "terseLabel": "Investing activities", "label": "Net Cash Provided by (Used in) Investing Activities, Continuing Operations [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInOperatingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivities", "calculation": { "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows" ], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in operating activities", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount of cash inflow (outflow) from operating activities, including discontinued operations. 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Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise." } } }, "auth_ref": [ "r99", "r100", "r168", "r171", "r172", "r173", "r175", "r176", "r177", "r179", "r268", "r269", "r420" ] }, "us-gaap_RevenueFromContractWithCustomerTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerTextBlock", "presentation": [ "http://agios.com/role/ProductRevenue" ], "lang": { "en-us": { "role": { "terseLabel": "Product Revenue", "label": "Revenue from Contract with Customer [Text Block]", "documentation": "The entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts." } } }, "auth_ref": [ "r109", "r260", "r261", "r262", "r263", "r264", "r265", "r266", "r267", "r271" ] }, "agio_RoyaltyPercentageOverOneBillionDollars": { "xbrltype": "percentItemType", "nsuri": "http://agios.com/20240630", "localname": "RoyaltyPercentageOverOneBillionDollars", "presentation": [ "http://agios.com/role/OverviewandBasisofPresentationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Royalty percent for sales over $1 billion (as a percent)", "label": "Royalty Percentage Over One Billion Dollars", "documentation": "Royalty Percentage Over One Billion Dollars" } } }, "auth_ref": [] }, "agio_RoyaltyPharmaMember": { "xbrltype": "domainItemType", "nsuri": "http://agios.com/20240630", "localname": "RoyaltyPharmaMember", "presentation": [ "http://agios.com/role/OverviewandBasisofPresentationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Royalty Pharma", "label": "Royalty Pharma [Member]", "documentation": "Royalty Pharma" } } }, "auth_ref": [] }, "ecd_Rule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrAdoptedFlag", "presentation": [ "http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements" ], "lang": { "en-us": { "role": { "terseLabel": "Rule 10b5-1 Arrangement Adopted", "label": "Rule 10b5-1 Arrangement Adopted [Flag]" } } }, "auth_ref": [ "r708" ] }, "ecd_Rule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrTrmntdFlag", "presentation": [ "http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements" ], "lang": { "en-us": { "role": { "terseLabel": "Rule 10b5-1 Arrangement Terminated", "label": "Rule 10b5-1 Arrangement Terminated [Flag]" } } }, "auth_ref": [ "r708" ] }, "agio_ScheduleOfAccountsNotesLoansAndFinancingReceivable1TableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://agios.com/20240630", "localname": "ScheduleOfAccountsNotesLoansAndFinancingReceivable1TableTextBlock", "presentation": [ "http://agios.com/role/ProductRevenueTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Revenue-related Reserves", "label": "Schedule Of Accounts Notes Loans And Financing Receivable1 [Table Text Block]", "documentation": "" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock", "presentation": [ "http://agios.com/role/ProductRevenueTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Product Revenue Allowance and Reserve", "label": "Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block]", "documentation": "Tabular disclosure of the various types of trade accounts and notes receivable and for each the gross carrying value, allowance, and net carrying value as of the balance sheet date. Presentation is categorized by current, noncurrent and unclassified receivables." } } }, "auth_ref": [ "r65", "r71" ] }, "us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccruedLiabilitiesTableTextBlock", "presentation": [ "http://agios.com/role/AccruedExpensesTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Accrued Expenses", "label": "Schedule of Accrued Liabilities [Table Text Block]", "documentation": "Tabular disclosure of the components of accrued liabilities." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable", "presentation": [ "http://agios.com/role/LossperShareDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table]", "label": "Antidilutive Security, Excluded EPS Calculation [Table]", "documentation": "Disclosure of information about security that could potentially dilute basic earnings per share (EPS) in future that was not included in calculation of diluted EPS." } } }, "auth_ref": [ "r28" ] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "presentation": [ "http://agios.com/role/LossperShareTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Common Stock Equivalents were Excluded from Calculation of Diluted Net Loss Per Share", "label": "Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block]", "documentation": "Tabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities." } } }, "auth_ref": [ "r28" ] }, "us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAvailableForSaleSecuritiesLineItems", "presentation": [ "http://agios.com/role/MarketableSecuritiesScheduleofMarketableSecuritiesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Debt Securities, Available-for-sale [Line Items]", "label": "Debt Securities, Available-for-Sale [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Such damages may include physical damage to the property, theft of property, and other contractual breaches. Security deposits held may be interest or noninterest bearing." } } }, "auth_ref": [] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": [ "http://agios.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": [ "r635" ] }, "srt_SegmentGeographicalDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "SegmentGeographicalDomain", "presentation": [ "http://agios.com/role/OverviewandBasisofPresentationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Geographical [Domain]", "label": "Geographical [Domain]" } } }, "auth_ref": [ "r177", "r178", "r421", "r422", "r423", "r424", "r425", "r426", "r427", "r428", "r429", "r430", "r431", "r432", "r433", "r434", "r435", "r436", "r437", "r438", "r439", "r440", "r441", "r442", "r443", "r444", "r445", "r446", "r447", "r448", "r449", "r450", "r489", "r492", "r494", "r545", "r546", "r548", "r550", "r555", "r556", "r557", "r558", "r559", "r560", "r561", "r562", "r563", "r564", "r567", "r583", "r608", "r609", "r610", "r611", "r612", "r613", "r614", "r615", "r619", "r625", "r758", "r807", "r811", "r812", "r814", "r815", "r816", "r817", "r818", "r819", "r820", "r821", "r822", "r823", "r824", "r825", "r826", "r827", "r828", "r829", "r830", "r831", "r832", "r833", "r834", "r835", "r836", "r838", "r839" ] }, "us-gaap_SellingGeneralAndAdministrativeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SellingGeneralAndAdministrativeExpense", "crdr": "debit", "calculation": { "http://agios.com/role/CondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://agios.com/role/CondensedConsolidatedStatementsofOperations" ], "lang": { "en-us": { "role": { "terseLabel": "Selling, general and administrative", "label": "Selling, General and Administrative Expense", "documentation": "The aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc." } } }, "auth_ref": [ "r79" ] }, "us-gaap_ShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensation", "crdr": "debit", "calculation": { "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 13.0 } }, "presentation": [ "http://agios.com/role/CondensedConsolidatedStatementsofCashFlows" ], "lang": { "en-us": { "role": { "verboseLabel": "Stock-based compensation expense", "label": "Share-Based Payment Arrangement, Noncash Expense", "documentation": "Amount of noncash expense for share-based payment arrangement." } } }, "auth_ref": [ "r5" ] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod": { "xbrltype": "sharesItemType", 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Excludes share and unit options." } } }, "auth_ref": [ "r294", "r295" ] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward", "presentation": [ "http://agios.com/role/ShareBasedPaymentsScheduleofPSUMarketbasedStockUnitorMSUActivityDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofRSUActivityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Weighted-Average\u2029Grant\u00a0Date\u00a0Fair\u00a0\u2029Value", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract]" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod", "presentation": [ "http://agios.com/role/ShareBasedPaymentsScheduleofPSUMarketbasedStockUnitorMSUActivityDetails",
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"http://agios.com/role/ShareBasedPaymentsScheduleofRSUActivityDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Vested (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period." } } }, "auth_ref": ["r298"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue", "presentation": ["http://agios.com/role/ShareBasedPaymentsScheduleofPSUMarketbasedStockUnitorMSUActivityDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofRSUActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Vested (in usd per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value", "documentation": "The weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement." } } }, "auth_ref": ["r298"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems", "presentation": ["http://agios.com/role/ShareBasedPaymentsAdditionalInformationDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofExpensesRelatedtoStockOptionsandStockbasedAwardsDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofPSUMarketbasedStockUnitorMSUActivityDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofRSUActivityDetails", "http://agios.com/role/ShareBasedPaymentsScheduleofStockBasedCompensationExpensebyAwardTypeIncludedwithintheCondensedConsolidatedStatementsofOperationsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share-based Compensation Arrangement by Share-based Payment Award [Line Items]", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable." } } }, "auth_ref": ["r36"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber", "presentation": ["http://agios.com/role/ShareBasedPaymentsScheduleofCompanysStockOptionActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Exercisable (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number", "documentation": "The number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan." } } }, "auth_ref": ["r288"] }, 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"Cancelled/Forfeited (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period", "documentation": "The number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan." } } }, "auth_ref": ["r292"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross", "presentation": ["http://agios.com/role/ShareBasedPaymentsScheduleofCompanysStockOptionActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Granted (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross", "documentation": "Gross number of share 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IK',$J16!,XOGD$YGE:LS;;?MK)Y^O\P14F#4 M)21*$D[3O_ZY-T)BWP0"0A!SIK,,:(FX^Q;W?OR_;WU?>B51[(7!SW]3:\K? M)!(XH>L%+S__K?UT?7O[M__;^J^/_U^U^C^?'KJ*GT-GV"=!(EU'Q$Z(*_WP MDIZ4](CTSS#ZPWNUI0??3KIAU*]6V6W7X6 4>2^]1-(4S<@NRWZ-K@S%)(I; MUZI=S6Y6#;.A5SN6I58MI6,8#=4A6L.17ZX:3E-1Z[96;7;T>M4PU&;5MKM* MM5EO=NN:99BF8PA]HL7CI^"'^*:$_;IDI2ZKDRJ]QH39^9J\+GV$KZN?9UJ M5I5&55?'VXMG(?=#SW:GOO^?;U^?G![IV]5Y",91L@@]^'(&K.I3",TN7X#4[+[PYXX=,WQ=^3;(M@0H)JM^?*JV//6*[K8]]DM@2WE\E?PZ]UY\KUV&0@$RH/H\&<)O#/OU<2_)8^D^W/%J0*U!G8? MGT2\]TQZ??%BQ_;_1>SH"WP35R0/0-VM:F:EA2O[^'[FB3N_X $N#]W95]0K MK7]HN[^@#4]WZ1M\^Z4B,?;\N0(L?=7UWHA;[=H^XBY]FU5I?6E_?;K9_84W M 6!H= UOC&S_-G#)V]_):/S\1]6E +L;>E/3]MC5]3'"*9M!R$[B?0;W,;M'% M;ZI]>$]OZMJ3- 30K+55[KZLK7OELAT48-(P\-C+@V&_0Z+*W((LX">7.%X? M /ASY?;N2[9)-BKQW!D^\D(,.K 0NT7<@\Z|SX@GSS?AX=_ #GW?C@#+N &X MIZIER].!3UNJHF2KRY;3HE],47!$N@2 X)!X">,A4U[%5*#"? M*!']'_C(K?2[7H2[F>&QVEOL @?2]TU>DKXS#H<1_405X17"B"X\[MGP8R7[MOD_L>!B1%OO$?OSX?O:W[#, ^8^%Y0UC# _,-2"7KU_>ESWF-G@LCP M7#)]*24#.PFC'5^[<#]^^9D$8=\+ECUV6]#,/.+][.K7[3]EVN6O'<"?N6 (MNF08 6,O/(]2>_ 9KOD?^V4T6'@>*[PI_V.9)*3_2AZ& R+XG5 1EGP!0\+GK MD4BB##&6VC'7MW^? %4WS-X]7,/OT 179V2>P7*($!1%5"U5%A?_/[IO\-EZF M.W5IO8K:;?:7['/VDOG<[6P:9_OL MS.!K9SJX"%5=+6)GYJ%WEO(6>4$;AWUTX65O]]SO.0;01DHN1[\2AW6"C@. M5P]1Z Z=Y#YZ(M&KYY#VFP>:*W7(LE_9K1_?+WWB>//C%^\@'(SC"X>Z0,=R M=.C;HT,O#AV60 =/]K,AT+&2.[9%1X'1 *W@LU6%-SB<1EBJW!GXIV$+ M]> 6?EXQE0FCIP3VA/? <_ #G$&%##'X0!?(QG919\WP^#IR1T_BA>;AW&C%4/ M[GL<&.9MU_4PBF3[#[;GW@;7]L!+;+\T\#^XAW1H^#O.L#_T,0-VG_1(A-=% MI(=/>R6W@1/V26EPP9U/EQ,7CR2QO8"X-W84>,%+7!K <^>]Y03\2,J M^ID6* WLN7/5RB"]O#I]"G$[64M'=RI*PD<#NY-E=EJY !!VL'=O',Q,7E MUL%]T=+;0#Q@27C*6Z>R](()4UXRJ>%O_"4^<&%\)1//!'CA*9\.]@?WE$^W M->X2A&60K1RDT#3A_/*-(%TXOR5"EG!^RX EX?P>O8Y3%\[O:>$OG%]^<"&< MWQ,!7CB_IX-JV=/$QU*Z6G&I>;WT7OD)E&Z1\"^['CGR?B(LE=TA/=X!K<)2\T;IG="3'- J#/YFV1W/4P#O;\,;^%;8U; MY[<=QR1I.T!3,55>C)IH.^RV'XQ\N__0LZ.^[9!AXCFV'X,@Y2G?,5.DL%=3 M66[=W,]>/ ACV_\E"H>#:]^.8WB@8T^P-74A[LD+AJ !!]C&'2Z)V>WP3??3 MZ,GV-^G K9?%-.I8+'VR?9QW\M0C0$^!.S&&<%5^B.W/XT^CF;T@+?E#G+FS M?.73M(AC7>[AC7[X,OHTC$&WQ(=V/=39X-C0ZGM)!: M7 BVSFWL09#6;J2U<2?8>WF_E] (^!+9@Q[JG_5ZQO+TSW=;S M[:>G^]_OSU-6QC9,=*(USE/IN(V#HB#WNZ[[2BR@Q>*_QEB MBPC]3E-4I2P&@<5MR$_(K[.57\;!' M?1JD#-QTEN C#L7=FXPYE1.GYZZ#6@>SQXW-HK00MS%WP33'8!H0 OMJ/\J=6S?K,8O2?MR>\Q.,?"SM5Q8.VT,J M4;O\P.;KB1B8VS2E8&!AOIX%AW&;9;X-7DF27^[#+&%]T&@V$2TRO4 RSF&YO6C;#X M$I$_AR1P1BM6,G5I_(CCPR,0'(=VO(JJ2K&X336?EA@/C/^C\H=6&F+D-CDM MB+$H8M1+0XS<)G;/FACYP3^W.4AA,YV6,AK4QH!I<)O[.U/**(TU MT> VP76) IS;),47+[#Q[/]6]A>-)P4&(WM.Q(E+#Y(XOON9S((X^QY?"D M,"SVH$MN8^_FCW7%(%UH3<9)? ;2-\, M]E_"5Q(%^,MU& W"K+@P<-LO0"R !3[%1 F-3'[HE=_P/N_TRHT\O20#L%G> M#(B@UTNT#,N;&3ES>N6'1/A-4ERF<58<"V5L0SZ33E)"9X;?- 6'Q' $,TQ0 M9D:99:R$D:#L"CJ^'2#OE#(^H'(7D:&4_!6L%3(UO&RZ MX_ESSXN2T0WV-G\:N0$9/2418@=O.2C6C+Z$P^BX M4->JBE$8M7,7(N$5ZGIQ(Y-4C=N@Q ,(JSN|/S/Q[4?XW N'L1VX3^25!$]) MZ/QQ"RH 7O9*| :PHJAJIQ&Q)H_[C= [')]B,!#\US$N)2%'T/O'1^?/I>&K] X];W/C7 MN6 ';OWD4V/G4*]"6S=Y#N!45SR0J!M&?>H^9^ NC^3ASB|^/:BYD#G<^X/ J%[S K?O+&7[T[?&C%XD?;KWET^/G M4"*K;"[P#- CO!YC./+RP,DXAK,KB*Y\.,_KVF"E43)7%M3XISYQ$P9?%N3XI MSYQ$M9?%%$]Y(/P4NL8HB_=^6NR<2-|897'A3XZ=4T@V@UNGGY] ^TED&K?. M/B=X.94TX];)YP3B7'RA(%."&_G"(& M8)0E!G!"?CF)?N$V G ;.&$?U#ML#>]9JFF8C8L M2S$,0^^:MJ,WNU:W8W1,5R&.|;\H ";WQ,G(!R(/Z7:(]A+ZLHP!\F''YZ; M]*Y41? GO"KVN]3$>V$%VM1/Z873U%Z 0I=O]T(5%5KMVW_-'5W][!I3'TAWY M(3V&?3OXFQS;05R-85OIA;'W'P(/AG?0CS_2ERK*!]\+2+8(55/^^P-NO>H2 M)^W;>#4,8,- X%:S)YF8M4B\BW9\K?]D,>7"1GNV.3Z2P*UTC9H,D_OC>+NUF M_]?P'3XL@OW=-|))B,TA;HC:[ ]KV7X K;I9"HLI+"8 .[*(^!PAK"2 J MK>]WM\\\WGZ6GY_;SS=/LFCE<[=/-]??'V^?;FR>I??=9NOF?ZU_;=[_<2-?W MW[[=/CW=WM^=< O:5EOXIQWW0* G82!+GVO7-4E33*/YL1.]'Y- ,0GDD75E#WXY>0))UPB0)^U*1C8SZF,T]2:;I@HYA(0IHF;O3B5@#58]/O%[YN-6E-9_I-24^GW[^GS MHNS'% KZ(*G0>V CN-V?*WIE;J_IZM5!(L6A[[E2AI6![;H NRM%@M_&KWA/ MM\XQU7ZY?_PF?02-%83!W; /#W&D5+$]HK !>Z4B!3;;(B[QKCZ'#FVFBB4. M%:K3NG!!2U6J_Z!Z;_ *4EB";J;TFX6!_FIF%1). ^M5B:F5=0"S1#;8YW>(1; MN@_(3Z=!;[-9LQ0K+WJ- FE4WUV)W:T+1:XJ^_E$IH:RBB@SQVN -4?]A2AKX MI+L(@G!P<(VP8(LP\S*W9/C'$.QK,%A&CV001DE%HK6U"1B_;\E5UWLC;C6) MAF/AH:&ETK2, ^H<%^9%IR\0M% (SK#.9#:5<*RW]\;S\^WSQ^_9?T>/-P__@L M/7Q_?/K>OGN6GN\EL!Z>P4205%VZ?Y14\YW[DW3_17K^]4::,BS&1D7[^AE_ M5INZ,6?,(;1.K7HVBA&F>L)(2GI$^C.C& (DY6!+X7<3=02D]T-MOF-%O5M4?5$;&C*@DR0M0KK=^& 6%&LJ[($GK]*VERO6BNS]+BJ:!, MJ>[^40CI(PKI(TB7HB3U\| M/[;OGFZI7#ZMR%X4+^DW:%=R(FVH3+\.^WTOQJBB],4#:0,$'TB'150YA?D/C M>G@SNSR0LM\@@2;.Z2 M45.]TFK_]W^^B1+MW?7M:W5/B]L]^[FS782"7>(M\[,#[#_W\'TR% (ZZ1PN:T]UIYJ;.MI3CR: MAL8,);'O[L+:3\L()8>J6]!F)[EL=P)?ZR)R9)/M)$#:KAN1.$[_\Q6>IV;" MHUEI-1K2DX?#=20V76=>A,BY7:ST1=?PYWWT'X8BWBS*)X7Q0PA]/J_;\!4 M>@I #3QG3=6;1]4Z!X#=EJ(UA07Z00\1D)HWL'WIYHTXM"D)NN^"6"7Q053* MZ38-.)<0Z4LT!/=Y@'?;4SL*JW9$[!GZUBNMNFK-4_=/:;G+UL_&\R+^0R\ MY@)/.%NU;C2KC;JB\!,8V"Y8\FX2"?@_?VEHJO4AEIZ)3P:XS30X)TM@>_E# MI'0)83M'1^M#D=IL*%(]2J1HR[U_ 04#-B<&160I_9)!SMPLZ^^>#$@7OH7 ML0$47A>C(\$+ <4'=@IJ2OMIQ(K'X^"),#LTOR^K#*JU)8:444?22"8[&$;Q M$",^22C!%=2,5K5WG9]0$&*:K>TD5]D.MEQV._)L?^>T!%VL))TFP 1RL:8H MN4,DNE4SFL7$-32EIC>7WY+W47JCUE#U?7)9*;S1@)Z+O825KI)P$Z4'!\,QBT4_-E#);*I6(]'_4[HO)O*Z-D,DXB]X0SAE<7/*1&1 M-X=[@D$Z8^>!]],I.UFTWF[M,R' M9.G!CJ3?;7] (I+^BC%>Q;$2*>[M%) 5VML).*DF>]" 9HR;-HAT?[.@9-(;##/YBC!>H?2"S!V M>:491RA/76YRW@8N!DZ)U!E)3H\X?TA]K%?]T2,T!HVV<#1)D+Y34T^Q9\=2 MU_/!E+9]'ZY DQ\M[#^'"MK78%9W2'H!/#@UL=FMJHX1:U8!DEK;4T9ZAB"T MP/%GK "17/@5-#-.HB(0ZB>5C6)UJC%TCMX']J2BH>@=^)>B/G:K#PNZ=G) M_"Y^V+-+Q76RF].-_ "13G^>=- K7;#E %7-3Y-V(?;]+7PYVXE/1A6"<4TY70 ME:(SU%0DUQ[%M94'3'+&KJZ'401O83X6RIC$3H;QF%H;E=:_R$+0;_:UM'YT MU7KNPH6+L8!I*_ =6GW5OJ4QVE(W($=N Z+Z7)$?E- VC,$"!YX\D L)O)-VD MT+0=&B/[;"I^BR]0ZA;'S1=JZ47 M)#TOAA7; ZQ .#0;L/6."9O$/Q5&ME/P0G"E5#PFV^8IR=8J*YT":=B2#WLA MDNTX0*>1C<2&J(M0@"W]5@(5Y? ^$/>!P.$M429; *U] ,)(1GD-CP/YAG![MD5ZB\$?2RWZN@?@F=&TNZ7H!K9&D 64,HFFPS14KI#^K'[++-EZP>GW9A2BS MTXM7K#6[T@LH'Z8*2>M4M4P53>N?VLF*@Q:HUM& (J0PRMUC2U8N(Z M>DVS|M4HK_H>A*)QS!+EPZ2|-TN"G7):J'^B:V">ES :+3%LZ464K9STHHF- MJRF5UM?E3'KX8R8GA?+X,,U9[:H]P2(3<"DJ#[;)4P3W)_B;5_3;A)G*A,Z[M90K[S$@V1>3LT?NSVN$3LU[8WL8F#/N8&B?GR*%Y]1@%TZ=A# ^*XXUG;#0U MSR&;+65'L85<9:#-F]189M3(+&9!F7.4F0'I%PJ>:P:8S12JY:;0+<|\U\>2V M=M>XAS(X6TN]6J^[+/!"PRV@Y8*01DN&,7,M8:/LH&LR/H>7A38PY('O\D?X M\A|>O!I>*P6PMQ"]Q58_D7B)?#< M-ORS>Z#]"3>S-7/KF_CG[;ZA14M(>AIRB_.D! M5CK-

I@VS9$=2:^8/92E M<)A0=D&^@>M^&_HC!F*MSHY_C\\M?]&1/KAF&'@,U.SEE3GP:Q6@%,<#C1_ M7+F]^[(DVDW71)=$>Z;%]Y-%S&(G&/:K;DA;0>$#02V!KH%G*6-<&96669<; M35U6]7%I6K;4EK225:=[B0U")GJN(N+31L@+W<4F02+*V]JUCKJ=(MG+8)>/[U\>:&=HM[NOT?Z=O]W?.O M3]+-W>>;S])OW^]NI*P-R6I1SND&G]N?OMY@MX-KV-/-W?-B)[ZC-\G06%!F M.@Y3BHK41DTSBRE(;6BUNE5,0:I9LZR]ZE'YB$SDSONS^VGUT8DXZ'\&,UE[M%2^M> ^N;]M?P<1 A=U^IIU0%^RES7&X]0=(]^\QM#^A')1I;A/23[/[R[B' M-U@(ILG!-#K8A.-HWGB"42R]^Q[80]=+B/O33BQS*+3G4"3"72WS]$0=(*PJ;QS]*&5'"CV'53 MPOAEB?>0NNE8K?>9.'1P1=I(5*4_3?/T,OX@ND;4D_"'+G3*^O M)1]6#:'RA],4/?TPB%^45:;#IIS)KR,;Y:,C&&6C(AO":+U1T MFD*%7CP=Z"I6LB>PIB245NC2956=0D9UY,"P,=,5X+8FW3__>O.X=TLP>@7]OK M:,M!-*HUBS/O&9TP3%'*Q0]0 '[M8H)"OP2M9B@P-T$!4QD2*L[&\]+ABWY M4*^L%DM4!FD<>$CJFO%0R_ =W-9V1WC5MX#7AP628=^D0ZGT^LE NN<4CB;/M>]NN<^G*;1Y_7\UL6_2!5UX";W>VV.@2,B[%2 FK7FM:RW.*.PHA<'M2&.U M5W^O-XS"UK3^21LG_?>{G(F1CBX@A$.AM("6]< B/M<&-9(F\.&21L;AHMLQF0*/T$+&K_5(2#E++L46:!S@-A63Q\?,I0IB8S'M;; M8O3G1@K8$"/8A8+X@US6REC2U3'T]!GHY68DQR$$P)!*1JJGD2)124BXG[PL MQGSO(VLY-I(\C@F:XCO0TM9 R$UE/#WY2$+V&!2P7+I>#Z,(>%:R*25<\2!6 M"KM_5\:>0YY$_JOD&HO8WP"5H8-_D#^'WJOM,R][%I]YMJY(91B2_=>]MK@0MQ>1J;RL'MPYC=WYJJSX]M14_L:&MP[CZ8MN#*Z20=N#B?VXFY-%.KNTHP@'- MO^,TV>UFM^K9[%9=J;0:AFRJC86YK;,SZG9!3<9X6Z,HOQY8)G $@YPK@Q@G M8!5&*0A:XK)"8,49,Z40".RHV8LD$&<8>0E'EEMZ&KQ+"4\@M+#)-/J3F9ET^T2LMHF+)N&?LRRAJ"/80FV<9T%<2V1U M0?0>F+BPF@*DL(5N/Q?$=3E^2=0E8U!+)+$7$(:!3<>R%)!D)T&\K056;E[9 M9,?#Q?B8?WI)[WH8PYY(1*,X=R39D3^,2DN7K;K&B8U2@!$OR&EKJ[=X 6.#*.1)%R9737H&(8@ MXO+*MCK(-EUNZA8GEJ1P4XZH*__"*<$@[I M:8.@/0]-8&>3%G15$[HZ6QMZJV+8BC(=(MGU?$<)K9?A);(!9LSY/=-R84] M.-M0*JVZKLFJ5I1-GH^"#VBM[U@)0AQ]T3$/H2(N5Y=EQOZWLG>@Q-B0=8_ MOY*[N.SO91AD!65_[\+V8UYM$K+,F5#V3O_*^Q]#LFKH/SO[N2E5U!:4S;V M\U\>'P*X#3QO?!B^03.R8%&,]GSB(;)/ 8GE\1G(_XDOON=W".$:YYN<' M:AO9,O=.T8DH-H>4M$'8%DI)9J5E&J"VFYQ0TMD;M@]1"/A+1C2*C77^ SR, M+&IJ]HQ?,Z ^^:0M /W)H-K_D2/4:.^T5$YV-!&X/D=*VABX+HZ0,&-HRGJ# ME[*L\S=9:4X0 %TM+N)[YNRPR6B=I&UV=]T:8*S*BLE+XES8]L>T58L@H"8C M(%Y*=LXO\Y?W.'QI,G_+Y7\Q<#C3LX-;;OY\)-A6J) ME9UX\X#^1;Z:K9W<\ MGZ:!:.PK3D+GCU[HP\[B=%@OC8S6 MV&:;H-@!C_'Z*T)W+&)UP']@A3V/NXD^=FJ"S;XOF8(YLL_Y0P'AA=[%94 M9FJ5EJK(2F$U91R$OP1'G"M';#+0"^$('0QVV6KPMP.0>1 'W1D$P.4HE\ M\QZJ 2$YY=+LR O8N:$N6P8O.4*1;#ZN."V&BLQ*R]!EM;YWAD2W(O75:)]*H\V(0B03YR8HYJR4E5G*D*'N'PD6J7"SP M,A9X0=40SF)4?1\7\&+/H&ZP#O:WYQN55EV3Z_LW*2IW\8@QOWMB_V)L0G$ M:,E-LZB3=R=+KY=0%96N GNUMTE/N.#XR$P+#<([4AXH05[H3O7V=85=]I0 M.*)G24V[.:*[4Y-::9EUN=DHB2]:_]*9Q>,O!1GZ9\X8VYR!F3*C=N<(+ 60 MU?T/PHA<#X=4M,U!F$*H2.>+BLIN='._P MJU%=0DMEZ(Z-%WL)!47C(TL3=#75::1;4KX>BL1]G5YSF)'EOZZ3A8\D=,0]1[FOE0FW=U^6 M=(QF;Z%D]6!']]%38B?$I5,;)T_=1EXH8WE17R^X5BU6\EBK4I+J2G*8H/K MA2^D@1U)K_BN#]+*_<6XAG@_/-!]Q.UAT(C(!DW[Y8::^"_?'WY0+_O^IJ5 MEH;U$@K^;PNXLS5+]OB%1X'__3")$SM :3"[P:[W1MSJ?T@4+N[-4HX"^]W6 MIAYE;;=Q/)RGB;7+TG(O:Q=TYEX6>/Q!N)DZMZ=?CZY "B,IG*!/LA/IMV% MF"&E*[*D*9I!CVI^)@[I=TB4_J32G_2QE@>E)?(W.PW=F*(-JCKR<-/8*K;M.:,&F/:!DU"[2-P^BVMBZ.:XMG9NT"^SS#;NK(&]?G19::JRT5S< MV)S-A>2;4H;>Q4OQOW@M+VC;???PSA)9R+<=Y_MM[Q\UL *1L58/%#T MD5!2TV#"Q+[F#2X0&;8-MY8#.X=G<@NO8#D.2)V/(Q&62#;3@ ,<2*M)JW= M BO9>ZCN3\V]$&YHBK-XC/GA2U-!=%9ES7XGZ%N$[?.@]Y4[L_761N=S#] MNP;CU-//]26;6J754,>;2Q6^F\OPH1CPR/M;/!LJ]<=G2/:N4P7QB5=S_$N M;;3?03R61Y+8]";WQHX"@$<\!>;/#,IYV<.@#HBBR+JZ#X,()X1'LMK6"2F> MK$R0NIHFUXW%M&)IG([S.U2VPYP)<;AG9[MW^E3(#85R7BZJ5UKUNB*;:E%M M*,11L_.EQ@V6]/[4:(%,5\%84,_WQ%FZ(O:@Q>DSYZ<1_)TG$1T%E.?3MZ\0+ZWKEHH4, _-'A*(,^\0J+4#QG/:UH]] M(9+M8)6#'8RP-O6##I .F/^/: M;*9F"@[INPQ RX=!&--:F:N(^;BO9(//SPWZ65\5YZ//;>PZ[(MGH]^WN"K(U7<=W)0Y>>>"31J^>0^"GTMYSQ,:6%:8M9 MHUF42\YJBR?!%>?*%9MB @6R!0YADH$[!%L(MN"">+8[%%*KDA:TBNM>D-N[.^I"EKBD9:. M24K8U=JHRPHW)66"EHZ;W"]2F$P@)KTNJ\W%!NE>47#\B?CPY8LLO9" M1+9/S4#;[7N!%R<1;=]U86,%"K0$4^#^?PD +O-*> >RN[%*OM'13-O6]N86? M&(*@J:U-P@,1E05$I8"?L7?K:4%4/!+526BJ@=WU9=/:>HT1-6L MM,R&;%F\:#\Q_ "0[61 N%#J)H2>'*5S<'O*/W%>!M(4\+940S;THDX;G[[* M=;_"*D&, ^]4+[$6-F/A1P/ L[.R[H,8SIL8#$Z-6:6D@&NO-O>=6"&(\?V(\ M-#7BJ>UF7:[K1;4YX*B_PR/U^(4>:D;A?W,$)[NT7WIIVQS3=57]N*XU\&(D2CP"VS!D75UTV3BB2M&WYUA] M>T1;B'N+798:E+7M%A=*V4?(,FDRRI"[X71B,T?5MBIH5+DK>>"*H39'N@U!4$RE*,|^HCZ6@J&VCU8<@*!V3>Y:L[%_&(RB*1XHZ M!4FIM"F2;O!R:N!RBG/ODQZ)K8'+Z,::8,]2$$YS0DS+)*;)[!M6Q:HECR M'$EIDR58,"WI].BK(8HDSY*6CDI*1J6ERJ]24)@@I3,@I>J/2DHFTI!I%M<(4 M$50^(ZBG7R*OP5G9["QAMWUNN=R5P(+M!-OM4@2W']J9S9#EQO*XAD_P7>"M[RZ1[X["=MC(V++D>GV?6FC!=X+OSH?OCL-XV"JY;L@-;3':QA'C";]>!0 MX$IQU<'/X_$?0)(&))+BGAT1J2IU[-AS6(M;SQ\FQ#U,:?BYZ?U\FR^QWG\@MT1.2RMHPD[92^]_840!@B+/'?&9$-E;UREC5&\KZI%_!"_F$=+]L&5C45:LO MUJ_P?(CBH$=[A 0 F)W\T&O I@/&TW_M]U'6LD$=8=U$'-X[-Q^:ZH&R1"RZ&D4T5&-F4MZXHAZ_KBL3'!R(*13\?(O ^7C=<'5 M=;$!OK5!^;35U6U"W"L(*-!1L?C8U/ MR\?K0J1%+K@@1C:I/C9T4[:6C+ K-R.+:,L^T9;WB=WQ"?S7]5Y;'^&?[.[^ M';UX 4.8-BL|'()=7XG)^@3K[P$WN:LEQP:FQ!()-O!D(<=C##F<1[4M/"7R!@R'CVIC:YP&1OLLP87F#,/:0 M0ZXBXM,901]^>&[2RT38U%TI%RB36^P.K "DS\L;C@CAM?+#49D$Q_2^N%F6*MIUG@DY@-RU(,P]"[INWHS:[5[1@=TU6(8_PO3BI(;^I%V0X&(-FJG8C8?U3M M+FSPRO9_V*,8B7&:\H#LIH$^#Z^54.EV#P851OX@84/6-_T*Q!^)\"I8D|W- M6J1>A-KF+YOQ8U5:S\CY&$.\1D4%//#QO5W:S3"5M?@OW=,2>N9#TJ6 L9;R M8?N7V_LGZ>'7]N.W]O7-]^?;Z;7)UFZO;M>+:QXW5&MJO;GT)Z6F+OU^U:-4I::KJ5R/6OV]T;#HHZ^*U;^Z@-]OQ:C[JP M<-D2WY?QSG&X<9SVF,-_G=*U!0^)4UO9M?43)Y2647)ZDK8]91%L?4>DLV.YLV.XX M;7W,(MKZ7"C?73KKG37W'87Y"FGNDQ=-@@$% Y: 8_#@85T^3D&!Q8T=(]? M;Y0-5G%F$F)LS(KT#KW4!73L H5-00YQ_Y'NOYR!0=^#B, :_D-R^,,.KK8<_JS!8Q[# DI_+Q/B>, ^!4*&;\EUD#SD$NFULQ0R M:%92L8H;>G YA_X$XPO&/ZXG5B3GFY56PY"U)0:(X'S!^8+SN?*+BV3\.N9D M&]F+1[_%YPO.%]P/E_INVR)9W\)DL"JK>T58.6@-(:$ZX;SKA/GL04,7IJ].P M@<_;G4^\N)/R^MP9G=U.RIOBI/SQUR).RHN3\ESN9:N3\D)/Z/S1"WT@@/AO MTLV?0R\9G<=9^>.>9V\V:I92SWN<75-J6K.8\]!6K:[K!9W1UAOK#U9O?5]_M9AEYWWWH-35JBK7\E_QK:JB-0M;4K)F:R1V_9@>X[U-J!_7]L#5,:K@+1F]V<+,,<9]H<^VE442K3,@\%K.GY"O_FZ)(DO MP#<#OL^DZSE>4B242BJ8GL%ACX?12(BF#"!ADDJE:8^%#J"P/M#@OYWR7J28$ M\UI.W4++G308OF63%V^JR8LLD3>'8-"33N:P^^$0/+RM#G?D.%[#-XVP%K=% M;7G7QAVE UN;TLH1.L"4#C*"H(Y,4"?O&G,8L#6WDN>?;-|.')#==B?29.(3. M9=)565K;GVF+TNMR-'??#D9Y6Z5KT^G.V[LO2]*F;$+V.N)C*7 M8"K!5(*I*%/I^9DJGSJSE$I+DPV]+IMH?PC&$XQWKHR7KX3.V+*$;BN]9N'1 M8V.?FEC!6H*USH6US#U8*Z=VTRJMAJ;)=:.8_\EY;U+#2*LILD5483ZABA" MEJVA9)F&%-(GY:1*'4NE90W^9RR9DW@IA"F4@E **[COL$K! *6@@-/3$&U; M!>^=)^_E8;T%3Z=PAL/CP*HJ*RK_\7(Q'51<=;QIJONW)-VZA^,II=%4%T=L M38:';@P^+LP)5NGAX>SF54PF$JBYL;F/[P-\ M47SS1B+'BXF;.WC:P&Q%73;THLJS1$]QCH+OZH9Y'"L([*?;'Y(5]+5(0CBG M21#/^1&/MM#;=6_BR2><&DJE92/3J.83IJD?B MA"\!?0I56[DUE%9I-65-WUM#*6(4HD)@1V!'8$=@1V#G_+!3I-_-G1&D\V4$ MB:,CXBH^CXZ4N*KECB1+!R.?=[A4!+,%=@1V!'8$=@1VN"TYUK:=,@DZ?%)LMG-O*QVX-JFP6T<%'T(_@;H$=@1TNL;/G<8^#R%Z3']DKHBOB*CZC*VGX\-RF M$WRS(Z>7C28P]JF[.:>N@CD/$&G''$W0J-/1!,VZ)3>UO;NHYR7K0R=O"FIP MMC]-\L:SVSUB-$$#0N8:^JS+H*%=",5,=?#1!HT%'$YBJ M7-<4P7B"\LX[WN2"IE)I-15# M5IN-B^6]2XTQY)UN+QG4NVVG;"K*C=@YN&I66<>$#X"^5>H6D$K@6N!:X%K@N+Z[S M6'+G:^Y,$#,4A@@E]02\)B##9: J>2,MR)E>/K!!LUZI:5]NFS6%S/OWPC)T\NE<_]>2 ID4KRYI[3X06U"5X7V!'8$=@1V!'8.?\L+-71.'8 M1DV#+Z/FDAK%'61P0&F2846'P([CNG]Z-YZYG;Q -=JFS634YFVPAJ%+)" M8$=@1V!'8$=@AR/L%.AWMN)]JCN;5?&@-!>DP-*&RX5P6R! M'8$=@1V!'8&=8V(G5\L$_1B3 S1%K;2:=5E5"^B@(^A'<+? CL .E]C))7NW M/76QG^C5^!&]>[;%8 ^:/[]Q;LW>?QL&1-*5/7J]%P>U1,3V[>A*A PY>3]9;Y. \UQ23-KRO&[+6V'NHN6!VP>R"V7S@LZ+(NKI/%^=+Y7@1C"I@8H!^ MK(D!FM(H:&+ I=*[T'!"PQ6AX8XVI4!3FD*,5,*1#|+OA=\/O.P:I#QZI4I=*] MUQ795$N>7Q*U]/^(]'FKO3[] <=5Y7"4(35PE"$U<=3Y7"4(35QV/T-XGV% < M_NMZKZV\$]V==^.7KR .2':K/>,':A)!#X:O7?LZS"O!5[LVX.87&5_?,C> MZP74S:,W?4@?GSI YF#!::'O8S]_^.&Y2>^JV:RINH6^8^[#[VF1DW1E_JR MNC4U:T;.)QT#3I;)&STU:D:=MS59-5WA;4W-FFX8:Y^4ZO'LQS2ZI>F#I+)*M0J]- 387+EL2V&2B^3B!O,9<(,]:&LA+!QK0(-S*6OLM00"71>&/^8QHJ< Q MZ0CRL1.],V%;D.IM0/].FX.L]*:W9\MP!QGV!_Z=D)<"B4Z((7!:WI*"OWF M'1[?^4EB1WD$'-?"\3/\>HZ7% FEDDJH+/TO9%0&D#!)Q=-TZH0>B[0^T.J9 M&F4&5'NHNY,FZ.9!LB+][52T@N'\ @WEB7RYA#,S&"5BB&3WPV&0Q O9WF4YMU569G27)';YIA!7(%+7E59QT=F!K4UHI0,:<'60$01V9H/8*GPVIX$_$X?T M.R22=)6>"-8*.!%\%G66>^E752LM29MPF&A;/8#D54EUPGM=3FE4%8!!W!5#9E+,)5@*L%4E*D:!R\PU/$PK-ZHR[I65)]>P7B"\3ADO'R% M_-LV<"J !0VG$G4P7K"=;C:=.Y6,]8&/9S.-;#,?26(IOUXL[,E8WWM+C7(D/ZS"G6C_(8NXQE/*OI+M\#,&I\N-Z57FPOD(!4[%?;\[&2N@(! MKL8VUF$39QAYB;(8_$\>TX]KH (%S1]+!#^RVWP=&LM Q9U?8V-@0] M"FDAL".P([CL',$3;MMMUQ^-*VF*5IQ1EW<14/S11R#;GF/4J4GK2,,1 H M>7$\)"[(,9=$V5\-1VEG^D/]X/\$7QS1N)'"\F;F[9K59:IJ+*]7I1S>>.G//8-]UM1D2VS)I8Z,;]%8'];OM#LH*^%DE([J2*JN<5Q,,3\2PTNMV;>'(*)YU-<5G, MT0KJXI*Z=G-#!78$=@1V!'8$=@1V3A%@.[958S"KQN+$JKFD6A>*P&K'!K3! M7OL#$L0T "J1-_Q[=5N?IXp+BZR!P([SND=Z>GZ3CSIX8;MVVZ#M'$;C?E21 MP74]);<>R9]#+_82\D2B5\\A3%<]$B=|">A3J-K*K:',2DM59%5O?[-WV=,A^LK?!C^S=-3M];HW$O]F1T\NZB.O[Y*G/J<%7WH+[QA&[MB&M-VD7<,BW9LO;N(IZ7K |=ZRRHU]#^-,D;SV[?:RC?WLO)A\MTV X-CQ>8 M2U> N33!5(*I!%-1IEKH95QTR]=I5W$FPVJ>]]5DPPGF \?ADOETMF'J^5 ML:Z!7[9GOUC!>8+SSH7SCM[E8;Z%):..$=?+;YAA,@AVQINFA+ M6)668>X3SA$T)B2 P([CL".P,X1M*>ZD&@\I?9L<*(]1;-O<16?S;[7G/KE M9ISS&;?2\|4#N&=-RUX^F;?>K/24INZ;"A%E2.+!@M+VT$5$1KQ;8$=@1V!'8$=CAM@#(-JX@N\)8*1!2.+1MZ9D0_>2R!3B0<$#X"^5>H6D$K@6N!:X%K@N+Z[S N6'<4+L?PM+^ M0|\XEQZ36)\B+[MNR:SG:=BV [<]!=G<"JV.1VB;QN)9]&\JZ R(Z=C49%5: MNFPVJVX4?>)61N43MYJTWVD]-V=@JP)%MII-3GJH[\@1Y]#1 M_P2"MB B:@(1J7+#*NH,P='E:VG-68RPVHX3$4H*85<"5]*!G242?.S;T1\D M33 39QBMC\>?IUFR7_!R;@!&!NAI6^2^^SD%>0Q6RD-$^MZP']\&KR1U8_-R M4UVIM$Q977(@IXRA34%>VTOC(&7BO1E+1EORENDI(SLX%]LC$H%*)X'86S[M**H'$8:IDA$-0^'$G 'B\|(LXB+E,P(9H^?PMI\U R4T&X&4L MH8%_N&0#!YS[F+(Q?OLCE8/2"DZ?, OH|"4-W:T,W#*HTQ#\)[?L$')>] @GE MM3N*#-UF /V*\'S$E]QWO\>D'<XTDMJ?'L3ITE8V3OKBPRL$Q<4[:@8#2EL M++;(H74TEA;Y4UC719!)._)LGQ]QOX$XIF5[UWLC;O4_) J7$8TUGE93CI@R M]X)=++!XU5A:;^JZ9PY1-;6,\G^+^(JT?W>(9MQ6V'!8VQA(YXKY@%DK%03E@^.UL^MX&##57)9\+^>QMD0'XJ(,(1*3BT'(I=FI644T%-:&#QB@4/C6ANB/!$D8C2XL3GQ8]9=!UXC(P/;<+'G) MG.X0J]XE9QA%PWTFP'3GMEGZIU?F/=VB)/'B_(GQ<9GTB4 :S?-1+4#EYY# MH)FJ98%M2P,55MA85N'<<45,AZ:FG&I.Q^-0JK)WEI/#NA.^)?4XC#:P1^BP M7YC_<)3HV0,#[3*Z-X#NZXN5JJ)RA$]R.4QKA"TH)Z@>NPLY1O$P=<)G#.[9%*G-?DM-UO5D:T,C8/@M;"& M.1+5AR0YJ))29760,*+(EY1C@6?D5=S/%;'OJ_@NQ6+<60K-EB%G B?WN#2K M@>%F?H^E;(BE7%N7A.UE&82 9?K)!TT&$4!?1<& M*9A7VJ1KRY&;"F[E0=FS5%0Z79 (V#,Q5EUQ3<+4"ECL\W2M?0 M>59R=]OT[]$',=ICHG;9!=;V[8=Q=,Y#%+YZ+G$_C;[*>(IG;-NVQWC(+:TT M;-:MR899@-=T^EGQ6R]D5T_K@FF5 V+%$@YU56[J!10FGFS:^9F/&6&'"\68 M$3%F)*VF&T9S\:48M@53>|*KOI^L$?TQ/QSV';^''H1:;_:GH_P_1)&V#?G M:0SESZ23Y!:X1J6E&PVYKG PN4#$5(}:"7YHTC+!3=;!\%Q2H\E;2'5;!YUC M(1R%L&(WG<\ :$HQ1\L\8D!-P=*YO &G(H5S"O0O '-DF';@?F.0']UW5W-3 M;DZ5UJFJLCUNF@3?994Q@F989M^W9*-)=UBN*QS+F_TL#QJ9=JV+[!CZJ68 M8#DML)D6F,#FZ[I@-G!VP)+! <)L+SG-')1HFMAJ5QCDQS;(T0)'$7JI?:8/ M:'3?=[_93@_>&(TV$'\3#[TOM@T6)O09T,SAB$9=WFQ:6,0BX5_ZA\/@3>%) MG5':GE4D_0^MOU9D3\=9M=VSITV-94\;RMZGXD6^__S)'1TBEE^Q9 MK:CY MHB+5?YA4_Q*

*1<2X;B-XR&(8'!8Z;#0^'L PN@6O@A 'F,F:/D, M48P%QG"9/T0XTC']Q2!'^96U@>>BFMQ, ^!#1YE/%34Y/BEA1(EM+2I7$L)D+ MT:9YK>NR!F.Z>0SO+<*_E^OE[N3DCOV>/9S<>D%Z2/V FX@"AF(LGTM-1 MJ5602CTXE1X\;L^YAJ C8_!P'M45Z'S1/S"A_ I(W76HVCE&00]R0@\9$/]W M,P'X(XF3R',2L'?A!S" 9[^8NO(!-A*ZBX>24Z/XYHVA]!%.R$VW2YSJDS(#6- M)UK#$BN]*6O[#RD_<8/U,W VULIT@CV#UTGS UI>)TR.+X?47P^T^?.1,CI/ M0D8#A08FHUI4._N2^DF"0P6'3CBTSA6+ZI1%K?W/'Y[:M>,FLY;]G!&(")@ MKXA_S3Q<==79/ON,BH:6UPD^#0<#G^)"MN7@!0=/XR'$3WQ1'NGHBDY55\. M5N0DP9E$\&+&YKO5%FY3Z7&*^XOLDLOW/LV+)CB3TK"%:>$,7-ASPUSHE?8 M,P"UCOQE!\V6B^2(-JNU(W:JT&DI1AU,+,9[>TZZ-\%_7>VU]A'^RUTX]M:T]BD"A%4NMC)*;T[5N>]L!<$N?>(5FK.>LQ[9&8TF$T$A!'U8SP@ 16+F$ M1A:NP\#%&(&+?]%XFYW A[0,UO:EIP2^H,V1:BLWGK[+,&%Y@S"F<8NKB/@V M'F+Y\,-SDUY&=E-W,6Q<*9-;[ZL8)BLON6($%X+3W,6%-/_XFJ1Y#W-4DW% M;%B68AB&WC5M1V]VK6['Z)BN0ASC?W6UDMW4&P>5!_8+J78B8O]1M;NPP2O; M_V&/8J39*3CTO:Z#*?1Y>*%2K=[,*@P[@,Y$4;TC-+5$,\RX56P)IN;M4B] M"*7:7S;C!P36,PVIA5UDCH35]NEW0R3M(O_TCTMH>>3\MU"3)SR7?N7V_LG MZ>']7]N.W]O7-]^?;Z_;7)UFZO;M>+9SZ=O0"[$*S"MJLQ7'2O>PB@KE6/Y[8]=#W;TT^+JMQ241F4U7E,M4H?EK<'TOX=QXG5')T*U6I-2>^MNV(=' M.(L^Q:Q%=1^]V('W'\KN$Z* #^W ?8A(C$DA_'C?'5)A$@^CW-%S_"*3W[H M_#&QPAK,N/."(7';2?H=+H" Q39 2HJ&(+#OP7)Z]6#WF$[X9,<>;58Z_>K, MD$MW-"=!X+?T-?3BR>OQ54L6H%6VQVW]R*C-2?"4Q*1P&',W7]QPM5LRJ4^ MUUH\SSTPPU2$=3*1DAY0PS^&=@1BQA]CV001HD$2/X21GVF4E2E^@^9_5FA M$) K4@4KW0/3%#[B3$%-^?"#R/0O]4/VS3 >?X/$EWX;#J.9KV,/-FE'F.(" MHHPQ42;#!X> ,_"C!PB0V.LHFTD1H5T]@8AQ8MT/+R8R? =X&J-(>NC94=]V MR) Z#/ P\&IJ]%5>$N.#)I(Y'G9BS_7LR"-PW>PBI4^A'=&"OL_P0B<)HSA; M-GTA)0I<6B>[SLVNPP]KUE(.(LK)+)F<*0-,^2+U M=#WB4^IQB.\/D1'Z.(, 2#3NR](/+^G1RUY">#M>!0X%+1-PO2Z53HE'*;E/M7, ^!G<18521%N'X7F .;4Z=/L>$79Q@C>SN^#8R&^^F1OIT 6%]&->F?[*]O M"4##(WP9OO'9)!FZ(WKCTC42J6>_(KQ<0@4B^B$!2)1\S9.X)OQ00<0. !5M?"',%KZ+^RZ7]XV1ZQ_:0WDKK#@(86TKL#8J.8(D!I(RD>Q: E MLSLZH0L[^#3T?/:J@+T*T^910H4$7(6SS.$1^#B0 T!7'0*0&G@N/-0>#'R/ MH1-YWP&JH !*(M#(\2(>7%B%'P[P91/0)ST[H0].X8$!1:\+S\$,/Q".DU#L M9"0"(*?.//%Q-!B3<^EE\ 9Z34N M04+&%264YGQ<+0)O&<6QC<$?8+%0Z@0L7=O]3N2Y+X"*;T!]MM,#TDK6Q2*X MD0?//4HX+@+1'3H4Q2[5('09.GA7X_?_ZON\'@,RWC@_0.Q 1 "=# V MDXRD;@>L9P%P7818!G'8 PSZ;C49#5C-1W^8(,$,1M'P%_ Q!QB&2,%PP\/? M034&_QGU4ZC34O,)1EVT'(2>#[P=NB/0&K!,TG?LP$IMZ#822<"?3^2-$?3 M*%-(VMV/-5#XH4M?_CD:ODAM%T09B 'FI=(W?_G+A*MB\ M%EHS-4QZ892:V:PO$S[M9HC5-@#R:Q37E/KI6K=9_L+RZ-K'O)LM>/P*6'D* MJIOO=.&?89DY%P[/_ 77('V*@&J\XA9+!?%*D,!*/?K'(S Y]K"1:&,;%T0X*

MW8F=%C#132!;IU."J2RV_2$327/KQ+/8U@@2_9U^\\MC"UH#\M#)[BFPS.]T&(%&_&KXC;D84%$0@UEXB MNP^X +[;>A3^:@CN=,0#-5@\!0;K#D' SR2_1(1^BQ&>VT?<=5?;NY3:=7 M3$AJ^O5,"??[V#P.@)=* S93!!4.]5I0(%#;)J)6*% =H78CPM9[O&O#Q63, M<=-/GVBK3+6S+CK9HO'M"9CB3"(Q!@7(]T%ZP7]Q%E:$) AK29 AI3K=T/.W MA|>G)_C[A02$T7!F"';(RS!8N1Q<\A)-NDC!J0"H]D.P=4>L&':-IF>X?P!, MY8S@ :AI8(LIC?^.G$UMDXZ/*@Z>24N3:Y)TOK2?BCYP;O\--B*2/XJHF)(8 M8P? FQJ#MEAHP7N#"DB/4'>DQ=%GJ#!,0B@GO?-]CGHX,BL0!@GVBD4Y/8XDA M1 P^,D",4A=H"0.1HA+,/&'2R(Z>76I1CFF"&".Q!7HA V 7ABYX##0Q@V1D V0 M2&8?/>8:',\-..]D;,+<$&_-A$0I6]3SX:9,:B1|"+@)">[(2)>OS.,8L;: M^#8JBM/7RZGBIC;[(&%-B5\%]@O>_ ^*'"5Z&2Q3^2-@.)X/"L_)=H$8VD K$ M=D*WE@DI]"U9-9M,L0/,F-I>,SLB 2S*2?U,I'[4 K2Y).R"2.!&P0OQV6B] M8U42&HV3;S-F!^,BW3@XH%X_!?_XLA<434%:#DVKX=FC MP XL1U!A^XB)JF$*))6_7U.=TLYT2CEVNU8$W6=]M"%352KGUZ7,9F4Q K0[MV3@?EXH*6A/ O-4I'W5:A9+L.6D<)D[MNVG9Q-3FK.I+U5JFU6+455MII&G' M/C5(? Z])GXAC@V!B]D>V S1WX2(WI.*U3TB26@1=+_ RU6^=#_(TQJA!GAP,B ME]KF#$CLL NX0GC*W;DQF#2NS3:,';:VD_7LM103'G,0'P4, 7S*=@9.2 >| MVYG3+:<@5^;9,)@"@C);9$*9-O/<$7$,CZS.8;-DXHXS;Q>)";>ZP(QRYN$F M/X@/*@,LAZ07XQEW -#8M]75*?[NVRYJ;FDXJ((+CF8U&\9%0_-3QB:P8/@2 MP)11%%1I. ^4X7FD<(#/\-=>IS=E.(6:6D@,U'8[G@WT)HS9BLSU!YG8',NN3 M#%RSTE*MVJH6(([GY+(/Q',X-!25Q1 ,H8%M6:8.36V$)#&0H?%=,?(F8/& MM)Q*/1(8XZ0OZ]!P]JZ;F;CS>2D)TE&?.(JLU0PFFBC0<$]#6I//9. M_-'8^P=$#>]=#PLJ$K:CX0# .*@Y+'ZBYIGE&D,D);@)M$M8|-Y/,GR< LUQZ MZ#8S]KYY/E@2"EB,^+9#7!{AM*;=6(HQ3++# QT1-SOMV4[=G/UL-\S6D? MEBL\$+U!0!2&)A@_ MNU/&*U.E?4!79\8YB >P^RX&O^$5PS2H3.W7;A<5U5R4X/U<1OBRZ\?]J^O' M1"D8GJ53%UT*MKJ<0UM:SJ&?13D'];>>TBF3]X%#$Y#2V P%(?A$L]<1E7O9 MA1.M(V5F _W]D4KAD?1(O9#S|-:^4=,K->=4JNLQ#.&3)'6YLAF=:F&00[M2R"X$ /]^O6:!?'9!9DBBLB %2&A1\1"DRGU98$3-)Z>LW!D:E*P^-0V:Y(G ML2SI^?;3T_WO]RPU(<]D>(&^0#HO!B1CZ158$VV-P.O(&)K7+(6B'_ZLZW5F M<6S!9N%D:N'98S,8OJH,/(!S&4SFC,'46#>,X+-'XR<82KOO M9F2^;?_CYL3XP=9CM54M@3H3TX=UW65N+%:LT?CAE(F16;FVBX3>9X$K>KY] M&CCYP%%?;CJFX/@%WC=F8&?T/U",!'?2QZFGK=.!Z"80D:WT!L8;N!ERR,05U?P-0KIJ'7Q-Q_ MB=#ATZ07V'G?9F]DE0\ !_1B$EK6X!*:O8+'9]FK\|^_RI**?VDTVTV1_0[H M0+Y*;/^XFN"Y_Y^]0SQ\|Y#)O_E:9O<3LUQ&L===2;1 6N H+U"O-4V]VHSS M,T>Y];9Y(!$:NH"E^X=25!'Q6,Z1>6=$:1.#S7,$>$<$:1.#S7,$>$<$:1.#S7,$>$

*8D\0QN(PDCF_9RO6:2*Z(YS!<>$DH M&UV*N 0FE_%-TYB%63>Y7)R$_1+0AXS\H6K0)D!U#W[@L'#'9K>O7V3FR*@U MZG3K23UHM\R1V;1\"#6HW0?5;W=4XX(+*-B_+7#^LMH7;'#P7M9""-NYW'1^ M64M1[EW\@X6)T5)_"(:C(-SD>OV498/4\^*7#:@YN5@9C95;2Y#R61T4ZJ;-M!(BB#!"#!>_;?N-+YJO&%8KC&LIQW:A)6*PB(&V$!2?;PYJQJ8H#%0^26:HD_GH6,S:Q M&%_"J\(*WLL5?^^7^W)A&1-UKFX&A[.0JG]_ 703 N$04JF,&0+%M!O29E"1S?,+MFC(3+Z68$@<GC(*'AZ87.2XKCW5M+LAI^EFGW*HI7-[/LB,?(@C%((J9M M@M8XT]WVU4V_Y)AJ=X91?O0iE4%#.[$\%P7Q9WLLIFN 5U#B,2OR:1SY')5ZRHR]M7&Q&$E0^*#-U?C#[^C\L\MHJX,IY\..T7G3D(B,(K+3:KE"L"]+5T7ZZ5[= MC+]'V((JD'=$6U""%]I[=%$Q HJ1/LV$\W@ZL;L%!L9GTVXKZ[>R8VV M"3-Y.;E<_:IVN.JF?NRU:;;@J2)WNL?-:.MB1EMM6,B3=5!_;FFU4VZ XG;% M[4?F]H.@JUW*INNWNXK[%?6LG$P4[-#89:?:B+3FU0LC&M_*RR/V.GN71WSN_C*;RR,BQ#MWX\CJ:Q M*\VUU# 3*LRTQ?3M=O-+Y^AJMDHCCMM-9O:. $VF.V:.X@VMV!-IBYQ3S+8V#BM.FM ;AKH?;"$EF.&;M)F"83\?E-=DNI*ZA?/YOZYS&4B> M;Q)!52TF5B]!88?G.AH\GQAA_B+@1YO#<0?VXE9'%,6OS>7(J!,>50QJ.JJH M65 \DT-WY%-+)0J4*#B,VJ>]X5%JGYIYJ66IB1B&+(*53LS"!!I"IL.Z4\M1 ML9EQ,X2?NXBSS))6;Z*E,37\]1YX1!\XP:0UU2QZM M:&W\4ENRO94GMR]U =9#&YIS!$^6Q6D.#W)6D5R>6H?21RM\ZUC>+/R0&/4U M+\KPR-[@ E]W6R66#[9GQA>$#=^RMMG&ZB[II-6]6;UYM(WUY1GN]TQ-4;; M90L_^%3EDHOP(%WS6*$1:&W+.YM$;,>ZV6;/?]IJL/^D>J^/+L!Z7X;W%H:=$TLH=NXOO7R!6OC6'IN1N_MY&#*8O3Z&F]Z&.&CJ27[$324UF0X6M_-0P@%PQL:5H2O,8*!LGF!PLAK]8 M<^YPCQV0Z5S>D22%"9@!]K#$(+ H<6IY-I"FC J7O7D1.)<G"Z2XSWY@D.@-QMQJEKGSM)#=C"#ZB@Z@(6S+=:;)7M9N*(5#UAQ)9S.P#;YG P:/=ZO>[4M";= MT70P'??&IMUFD)[_F<.KJ@FE1N%T#31QZBE[88*D%+CK1-.7#^,__9YMBKAOYH6TAE\X;O#.#Z/PZ\P*V"]6R&Q9[K8("S:[15B V2O" NA=U_0R3;ZM MR*[9W5M#T_SE)9_L5, >K#UD/]++>T1M?.Q%\;K+#;N(AF_8U@G76/GAX#N(\M,NW>A;$AQVWP@.,8KJ#V:V!Y::RJHHSH4^ O/G@<*%+$USPEE>+T9[YKH^BQ M%M@\P72C-]3NCKP8)#@>@5=:VK2L/WD+7IMQ689W/N "HAARDC?1AS5_03)- MUX^P\B*XL@/EJN_\7_BX$"CK("N^P'5/TA#?W+ MU]_A+R#O2&G#@*'Q"\A\D[FOGNZ#TG!ASF(I1+W\L^@F&7SA>LO&<-,[4/*2I+W_)<^>M@B,;Z2/6&&R#.%K_2.%L\$2T:G165B?SYRQ(K8L'V+^ 6=^OK2D,]K7E/EG+ M$ V7+(<",V87<'7N:V4D*)[@_XZ=:"GE)^V,>,K8JFT,J6UNO24HKP@4 MAF<77QK-K @^'1"T\-'QXO#L8AH #3EBZ2NY-Z@:.1^#LL(Z7AX62UGBC0[< MSH(Y2.MTWL4Y&WO-N3W8-F>X(&P,"/44)Z_8J"(K;Z=G<\+\-P@5WB4 #_S!#XX M!X)&5>NLV#QH MI- PN!7R-'/@1>)))HNVY93.B X?^&\BWIQ;6 O8^Q)(^3F+)AO 8$#/.!&B= M$S=82@M<5W@"[@CP##8E90PM*JQW3@+&01&!3!2&Z^LD*;>O?VF].2(3^)0;1 M;_:[YJO)3Z]Z/UT"X=V&N#EH-'/A+W%).FW>W/KAS..YYL6$W,-M1",RE/E@ MI?)&SXM)VF6\DFX3)Q]PU,&Y"YPQVIM8Y4E[@LU<&]++B7RZ$GCOM;%%SKPZ?W MJRYJZGYF'=3;($T-H[FEV7!0U%OOQ$D_X\15_#VT?+<5'JO_<#\I=V"XJU M4Q?7!)O/T(W.0&_W>X7(&&=*D*XSRZZ^",:614 6]SVZQ7?6 CU(/BN1)F'# MI-[*$;CQ\(P1OJO/+L^'5Z/^GJ[I*&D)!M++B)Y3E/ZHN:(3^9H27I>Y\%B M:QWSZ M15;A.:).8?>*Q[YAB<19EW?K#5F]4_E-EO'VW9=96ULWLUC:H4;^6LFZ7!"/FMZHEK;7_ZUW'P,Y%R3(CU-B3QLT5>=ENX/^@?S+Z^A3%;#VRMBFG(<M>,'&!^,\!-<)5 (K 1>?'#9^.FCGYXRC'"%[Q[CDF.S0;.B C^8Q.BLLMRMZQ MC&HAES+[QN5897MS<5C ZIU^5 ^\/FU_V215;4X76C@3SN&ZH(1189SOQ9DMQN3/[R?%+[+"ZIR#'* K&P9G]E!"$G]XP#P;4DT6 MO+*<11SZL*=WNZJ%[QD06 -%M"2]O:4T(K3;K5&_)BMN;CI&:.??DRHE'RN1^@?*\A :K2G3S MZJ9GM,RZ5>| T6XV(*]Q3>"5SKZP"RF>'MSO'&4M5Y_XWHWVMMOB.>*K*K<'8(GW6KVZ#K%.7!S_@@Z3=VM!PZ2-XK];M,/DOMT MD#Q"X&*GYOKOZB!9'20W:],[J,YN0P^2^WB0W&V9@\8S[8%E^,Y9I8I-)'1M M+2JUTM(HE;J?,Y7LV7XJ==*F\A^=@=[MU'40?7J5NO-)BC$\|)4:K7)GRGS MGDRE9OBWHIDH=&& +&ZWVP2KUZ$S;]!9N]I.X_V A)F9B,AGVW*0*$9&O/<+EM8SBU1VCG=$8!?AH%S;?XUK/?B0W^YN.E@UWA0>=HKK!JA?8\O/&1H%JA79" MFV&[2*EJ2G2/XITNIJ.;6;8JNW69?T'/!&?BF7]<+'"@@KO4_ERI'FP^_W: M7"77=Z)6U%<6/ +]E%/O)}][Y&1)92&HQU_V=RPN]\F/_HDUGF5QYRP\;S?U-MUT]>M@=N:[!5DKT.R^_*:BC4'C?V@N23,/=T3++/N28;YX+I%8MIK&0DBT)>MO/+%$Q/6&CZ0O%0@2BV:I3W)C$6+,Y\H9DC]U7.[M#E]O%,0&T?,!WX4]MX/ MQ"6\$\AM"-#MY+4=!TMF!>D68!/R5M]893$-[PHOLQC E])*;K54!4AV+OT& M,_ZW]Y83K-C3#1W^/RPW5K4+V(7BN)(GY!?<+O2*RN/:.P ^Q WNWU]4%,5390@!0% M2-G,V_7%PG;G[)5@&.EU.FPJ[HCTG34E^U$'S;4:M_N7B54ANA^M\DB4A^V$F7M'JT:T%:.RZ>B5U:E(U2E;,GF_V##[14>M:IR7.C3CA2O9N*%+|J/8A@B7,IH M=8JY@Q>0N=5H\<]/O53B5F/%J^@?<7_$.%,G8[>;Q?3W%5>5^,(\[SD?IXT MJY+[':J4TZZK$IHR^W>E-%5YH?FB/]FCO:5_E_HV=THRXE5-AL:1YGD)_TRY MAKTD?X]"049=.&N%IG[&,Q[%H'Z.D)-YKLU$6M#CRU>2H\=?{F_M J65?% M6 \'E!90.\;Z2Z:+X/-@]7M-QU(/;RY9?1>$\;ZOMCT.H54:_5BJC/?HFW> M!50]%T:J/K^]8"J\U^?CE?K_;YX%5-WO#Q6H6H&J%:A;@:HO,6"G0-6U M1>7ZYQJ5&R\&IM_1C>[!*1L%;[TL-E+C(OUSS$N-C*HBT6_KBX6"E*M(-7/ MI$D'9PJ'E'IXL8RJ!F0PVN%K3B.1AB<+:!ZA,V-.JW.N<,KSD_X*T!UPX7_ M88#J40^$_Z"MFZI1QCD0YGG)_<,!U2,3Y+YY-H!J>;.!V7K"J)8=QU8F%SA M_@ZI7.YP?V6J<7BV$<8^-")!3S>'=>7Q-1[U5]$^NO5E;E^".B_Y\8?;03&$") X(Q* 6I6&/H3AS!J3TXT0VP,7+W_M^GNH.:&6@;%3\(_0@=O@J47@CPE"@JBU MRHFT6?D@C>.DT8/.>1I2";O^21"6(?\^DCUAAH*X[6/W+TT_4=]]?H MKJQ.YLJ9D*(W'MCU.]VMK"H-J,;E/UC)$PKJQ-1:!P=@%?Y[YVAM/IT6;(M.0D$HQ_0;K_F] =WP9BLQHQ%FP4HQ__D=:.&V3:'@T&[U^MUIZ8UZF@^FX M-S;M-IOT_@\$YC?)$'>H CR$Z5AG.QDNYXM_TIQ*2'.%>Z4B,7O7W6I(P^,(MV%V0U=6@U-L\C(9@[:?.#V9?_X<%?IEI,+RZ\?PBB+H29IKT$.FE10$VBY-# M)3()`!!IC@6K#2XPC'\'_:-3\V&*/=A.]^3-P8;16^ MI&(7IIKVO[!T.V[G8"-%50'L(RPI9+2*|<\#>P';X,G1 LVY#*QWA^MX#N+ MBC#O>E'>1'N;4=W]>0O24-WS\K75-3/GJ[73\3R=/HU!J;W3T0WX/N9D1T M%7#U<% 3WS.FL&U&@S>/S%(KZU+-A;>SZ<=_/6HP#EQF6AN(6&@0L-(Q=T M+0]";@3\^*01*H5 /N;YP.A,SP?Z;>/JIM?1^R/59%P!D!4 >3-C-S1$++UTY M ZQLM$1 ,$WCY'-'(#1^@)4P@X.&BZMW/Q9.\.*@VY7A>]WVV13%DP*KNJ;V M4*7P&D>0> ^G//%$VMA2>),A>31KTA13 :YI#JVK@/8.OVS6:Z>MN.IGJMTT\ MMAQVC,Z;[,%A@U2_N()*K=68'K:Z$SCUU^0C[W;>:VM-LPC.>PO@45V#175L!F];M.LRU=5$L+CGH?/1Q#"X>;N(G\57IL$6QN,C/ >Y\#M_CIZ8I7 _'7S-Z9:M- M< ;HE7Y[4(Y>"=C<!<=0*M_N(#?2'?O'6 "B(_-ZW_07L-D<6.?B$NZO9 M2 BVYGO@IP6938?\5YDR:TK2)"&],ZO]_HZ3EW##]/^<;=)LN]K;J31AODG-[M M=_5^MUC'),.9R.G9#=VD79^8-K/VII.YM[4[NZ/M$OG?6 N4XG_\7!M(/A,Y[M/W@?8RP,.0 1?)57P\#']?UN5S<[Q6#M.M*V'BW')605PK&F- (2890^4$:V MYZ$X*JK+;?D8M2 #5^TDV/)-^-3PUG7]"=TMF*7=/B6\):A/0%3TOB]OI\!]:7)(+8)-;W$5P M0/V' M48OMY&X^GRG ;JL6>V^NV: (!&J]^M'Y4X&E1[XED&51M4LJF#ZG6/ MAM\\=L,7?V/W*I[AU8=H1.E97^\H[++)QOEX7T]SFF:]Y>;SR+JS+,+3#FRUFN]3C^G*Y&#@VL^CP8?^2AZT0>6EWLB60RTY/L9=5?=;>$T9T\=LA[S. ^Y! M[A9TE%2\]7FS6K*OQXO DO-A'7AR.ZJIAV_B6%LUU:+^P, J< M##(LWE@.X.4EHQ199G02EAEB=Q&\!9:90HNOC(7Y(PQNVZ)#=GD4VY4_&_(GO4!.LHJFF MID/=(M7@><&H*7'=QI?5;.1=32\$=SJ;F(J$<(-XEQ3;9ZW5=-&0FQ=;QVI5 M>)\$7-#A1W9FO^:R[.J_4U) B4) MCBH)3B((#$S[U >CD1($RB!08J !8N T<@#Q 88^!2+EIV9'-BM#BVG@QLJ M(%)+(.V=*I5FJV>EM4AY34&JFU4LEH4E"L^N6)8@PC!;US3,)M3S4I29Z N5 MS@U)RPC:TD*SY2_TO:KH;6U:M:FE7Q>.EH@*5N1M+BVJ%M(;,BZ?5*42DS&JMJY16OJ];GF50W6'OL@?5486T5"$M54BK=,[U%=+:0(5]-MV:<42*%Q4O M-FO6U7BQHISPBKPXX$6VFL^+%Y[JY6Y.YX01GDD] MLG7NKLIKR/#127+DN\.KFX%NM_F(Y4LTTBB.DFV4&%!BH$%BX#1RP'Q!R6OX;UQT MQXMIS7A6ZZTQD89ML<#@;M7J_7G9K6I#N:#J;CWMBTVVS2^[^^<54U%6J4M9]E_Q6'D3)=')\4"G);RRHQV2ZN6H/?_"CS8D/"=!41RQ00[K-AMF"!1N\;LO>.82K0[P'4)A2 I8"$]%FFNW(80UTIS0@WX:!+S-,/Q4H/L:S?!?,(8LF+PI;VUG%C';XNX[5L6EGQU5T&B=_&>VW\'ATH3Z=L$F'B MX[HAE3XO9VBSB 5S6'};BT,YD"A@5A@'2_&N.8-5L%O:>WAV$0<+'Y,[X8.YM<91,5\X5UDS/9X#JVI>OO\.?]_ GG9)_Q+_@V)YFSF0F1R@[$] M0)W?X1N/ MC"\8YH(ZXF6P2 M8!!B&N]2U&2R?-F,,@\FQ.4QL$?AC%*HZO:?3-KK:NZ_WMJW)Y:.AB@WFVZIBM74P=1^BRE9$CG>P_X&AF13SYU?.CU4%C&BRL-:9G<77G M,>L:)F+0N/&\GRLNIHBVQ2966O"X8LH?9K$-)'7E. +DTB36/^C2$DS&JMN+331ZPQ*$S@C[6/%#(Z3B1TC-[*:F7^G 5I_L\#NQX#NWR_MJ8PV->6^VOM M0]3F65$+4C6[@*MS7SO#Z?1H,^3B', HX'WP'6"VC>J. >K,!V62@-!2< G1@YUP6[!18Z!HV?MOJZE?750A3XQT.2V9F56$UZ/_^"Y"XP?E@A5!)@QGE^PB&96R*V (*FUD9!* M.IC@\/)F2TOC]B8EJJVWY9ZL,-V9M2-K'> .I.5%;F'EY/2^)KO\[L?$C6UF MOX?-NTN)__-T![=G>(9U19!A>$$0;DZMX5(RD]A8&T[9)7N^86>)W"\2GN(A\@%B,;R)+;#:Y.,V<0"8#\ -\7]O1<>_)CU^:&*=&T5\H,2;V2 MYZT[,AJUS+Y1M?3(P&@-NC75KNBT#,,1J:"&6>>@!JJ@4EE!#12-JT4DM$,* M2+R8?'"5/J_2Y_=*+>]@0:+Y*^^B;\OKM!E(> MXJWUGF']>-@C-5+.09U\0WC-_43%2>JJFW\9EXW&LCKW:N;[DCO'I[]I9HJM-Y7L.@TDNQXX#6U]U*O+8SB57_!2D@[7G;HD"*1=;KM29Z3GWDD8YIZKUN78W>SP^57@U-4-:-10*V MO7?FV':C*K,];SP.00&#\GWWB!JX"\/+TXY5&+@Y*&+;TS=1_%5;X>UE.#-Z M\YGBS#YXVG_'[I)@M3H"C^@LE/\"B'G2,*S?Y8QCFJ_U$##J-L-1OS"$7P+' M?F#:/0B,N35A,?%1J+W_W^O??KO3$125W*2CPQS&%CP-;^9@9_G>0V A6BCS M,H27$&-*H+)HY%H+C[?WIY_>___/06Y,B@]P8Q3;J8L\R/%W[>_QD.9&N M?88ET,7-L2{KT+6O5FPI%VFU@C1V+0Z#QY,^#6(4OXF7MW<@>HB A5W\PS?8) M58Q5)"8(/G/"S)1A,(1BL300A[#88!(Z)X7%@5Q^\&AC1)$SA(!-'<_R)AQ0 M)Y#/N!0@PF-WM5-/@JB9.BA,M26S M@$ M"!91-&N+>NP8'/6V',+QJV;*Z' M+5<0IX-$G"JLS_ QG#7KN]_1TWPP>-F.$QOV^P.9V+DP:MVNLFH!T%OEFE+W-MR=1G.'% Z M!AN!60+F[?TK]KC'1'8)OC3V4/5'O%]>6>>\]*N9'GKK$XY@(%)11PD0,'1^M:',.!&0Y(&#Z$"Y=#$=GOL&%@&8+!4J6X[+OK2#2/NA:RC8&AXX#[?/##^'M7%D"J2_\@(P-((ZY9K2O_T'- 3\QU]4$(CLS\YTS]>1(*)/K>,RHYZ.*6W/K-M@;GBELSG[\D22R,('I(VD-@0;@AU85(N_$C;C0[\)?=';V+C !9L*5;1%%.3 M]@V7\HB3)&<#S%"RYG*,FUER"Q X<^9Y5&R<\DO ^<1[A-2[UT[3?XSP/W M_L -P@6ZY:F.QFAD4@9%R#9]#-'&LB&,Y-({@LFYZ$IBP:K'[") M%0JZ6 3^O]A$W"6-YC%S'3,E-UAA&,]%0TO!Q/-D7,=?]K\2:Y!$;_Q%G _J[^0OOT6+@LO>'B=9"FJQ&]LX?"' MZ,"))?&""%=SPZ*#%6KS6XY;F%LE/P@KPG9YK$'HB>9'@1_$2[SC4**&"+6 "(M+.0M8S%]FM:3)R(Y-B]$=^D>7B\$@=1=9+Z'&;FUF*6S06((S2;>*C^"-]'P M6B"'+$H!X?G-%!'8D\K>WB2&Q4T@87KX7Q^%^"\P,G_ Y#!DW. AP(S^9: MD3;T-9Z,AGP%K(R/BC>36 Q06F*^\R1"+2/Y'4B/GF%!XKZ#3N5<_@BS8O O MD3#CATRN/U=:EK?<,+>6=@LV ;\>=^:HTS#$,87O^X$8,#&9QM-C5L:%"7F% M864&DLFO67)K:?,B\Z>$D869[>B5T-AFL'WX0*FC=$0#L. H$5YD=QJ1$X2 ML=,7(!'M/5]9P57H)J4V5-Z(NJ7]96[(GI N>J<@RH%=TGJP=IL$@HAT7I'MUG?,3J?\L2N5 A!

*MI#8I;Q:TH!H"75VS_1A$_36B_+!6(7S.GV,&D@L)$G@E M"1+M%CX1\60@'6$\#Z2`6&S 6!5@_.F!]C0X\$=_)/A H MAT7%>:/;SHCP$B,;.$F;@]YY BE^;8-(%#VA^KV5Y^96-)FAGN!*H*49G4XJ M"E^-NJWA7WZ2CLFJ!Q_P M7]W!/]UBA]0KR6;LUWL.OT8-,I>TXOB5S3W8<9P:L"MD67VO"@Q^NJDBF/ M7<;"2"0$YPQ[F0P'GRCY&J\(+GI7B8E3&[!>I]7]2ZXIVH;UG,PPS18'4CJA M[#>,5K_TM=E%?]6Y1H,>EO:_W.A-NP6D:OS4TKYM7!'JEY5,E@V+,J=II)#_] M+5D!4MUT1ON=+44SD^S6A:^U5\Y/$I)##M@R>__:>0&!48+-V^.$]& 4B+\$2$V-M[2&#@@'T\$3"0M0^N2WF>0"R!M5A>OX-@8XC'!W'[#LL-,XM[#WZFS6/FO(U*\AB M_A(&5FM?PFWXIPV#2RJYP[&{{10%G(NJY*61K0$PNC7R):Q:C5K;#8\/^4 MFZ/8*H:>32H)=$AE3T2?2>2=F7NBA MC_S1:6O4YM+%"ZVC.#MBWZYPT8/B*.2GQ E[H&OAFT88NC\X'(F.P0*A0FE M:Q=%DOA%-".22YGI!5NFAWGTF"'*M(;X!5Q>E9*$1:&8@:7/KC*K+S-SBTS#? MF.V_9.Y%Z9'.%M9 + %/A\O<"-\6+.^B(6XCTLH_RUM;>DG! U+?BD8'8SBV$ MC'K1M=XP57? T0:D:L.]#DNMFDI4]"I3QP 1:RU3;MM6)P<;Y8LT&TSR!FCG4K6 MZ/\C4[2[ARFZ\RID."WAJ:W;4FK"6]9%H7)AVG. E:C::M)5$5HGP69'"NPD? MG9NLXMO=[B?! SIBIW9T_(ZSCJO/!DY17,AO8#*=]W*U>C<<@US>YP M@4 -,K43'HB2!HR;N#LK>,57!06+ E;(]OGGO ,/3/N-OD#>T^QLXVJRX)L# _C^\?@%/)#RZ/X LH-.*4|\.7# MUW?:[_?4,HCL[L[/W4/L9]CZKW=O,];&S*?/]&T0:.,/GN,C*.X97HE0<.1ZT+3@DC=,AY73$NR?CK4C\^ MT\&8DG6I6W/+)%YHPW\??K9_DQ9S. $FQPPO7G-)VDB#49%=^%H&;&56,O" MC.KT"T^9J=VD<;LI@2HBX^EESV2-K;*'>.6TP6:&+K/PTT3(#7/AUF)I_"IC MU-N1J!E\-,/1M2J1E78268$]S0JMO*[BM-?2>/%L;N]VN8#*-%%>,R\L,D43 MH]-^J1R&&L)<*6=M 4/T,*@<@$/2->\@Y(,/T87YY82V!+\$$,K17[=9@ &]K|L^W+NQ.+EBUENS6D)>OV<,E&L!Y\ M4.4Q+.*,5/\W13ZO&UH!^'IDZ,%%{6#[*S"Z^$8;XF@7.R)YKWN@"'KS+^,]+YNJS,0 M&Z_+")ZX:9"Y]=>FFP8_B7!$/ITI.67RRX>WB>J@OVJ5%. DO<;^0S:8U0S-8] / M\+\!ROT U)CE/C@67@_(4V">@*;MPV;/BD+_;H&L]N";5+,\1KIL_ MR9R1J1LS[S_6M>M\!U4MSN#YP_@IKITRY\FX+0AKI174K(CW*1*1_]36*#V' MSD.K,&LAB3;JQ>@561A!O) H:QNV=4:KP6'@E R:*LA@U9Q!##C7BED_?LT! MR*"(+ %9)DB<$++^@OF7;O6F+F9LU;>PB-WYO,D\G/>3/(5#)5!!I.W MB*C@2H2T^JS*S3)5HS/4* (TRM%97]HX6FT)4>"/']1/#@(4O>WYUC#[?U0WD MMMH,1^Y/28^YM-ME4E82.(]3)CD5Q9BL7!;TQ#F;KAPZ9N(HL#CPB*G"N*=% M<]QJ^_"/VV_OKK\[-C]OSEWYIJ\ <.PBRE!9^_5")0@X0+^>.J5+8MVH%VE#Z M0R*K96 8ZZJ1 S^4L6377FW/>UPR/&&F?UEX,K_'FA-606*L/5@DU ">\V5? M]@C.UCR+L!OEW?-N)\'G%\^WMF$85N?A:,?Q ZRX0#+\3FVQ?K6&+'0LA%5$ M,]^FRL:Z.+(G$G"F3A[?B%(:.C>DE9=$VV(5#[4"+U8-O A1(A-SE]0808N@<B_(=/\QICZ@8? SY5O\PZC&NR>AHFKT#5)5HX3 M6(''5FL-,=^I,-*GN[]?E78G)Z..ED52=P!'&]E_4P9BBB>N M7+##P+TH/ZPISZ)Q(Y.N9XO\DV01SZ*P/X]%E9ILT7U:P9FAG@U\UPOH)X4I" M#"-#!\IT2>=.KB]@HI`&VXK$-.FC P22.A9U;_M()M.RTRX .6FWPK4#)/8E.'#[*.MCCQC=(S+FX@O(0/=##+=(56=V=]B4[M;*3D]VMAYGN:Z ?+ YCWA=%=RB-BI M2QN\=I*G25XGK-7G;L)&S(\""T]V/3V)W_[=9M#2"38XU]0FBJ\'6 9H3V1;E M3<;_\T&)MCI-]N>3NFX#\Y/0.Y>8#-IO#\O[W#+!EDB;ZG^*EVWKP4+R M[!%.TM$ELAZ2+$2.3K#D(*X4K#44#V2]$'_JL93 5!<@$HOOI#'B/" MG! [$>:!3?"!EXM22F8X<`-%F7/QH4QWC&).7%%PUNH!KHS:#M4!"NGAW9C1<0KL-R(IPF>O F#-[!ZP9DNJP5!L8,/%%?#@-%KN"F# MP<`>K\;^0^1GP.!S-=IE{(.0K? =;*X/S%=.V>E_&/^B_/X>S.TVCY8Y+1*.A'S_VG8\P+O$)2 +)>M'3\ ML0V'(1< AL06!?S_L;Y9/MZ'CWYH_OWX=/_LX*SUHX/]P0W_?O3L^$;_Z!K4 M8+!_ =GIR1X,Z.6I_R8T'=;A_<+)U*W6P9W)N(V#6KU2/Y",LIS"4/UU\L.Y.&3U;=_<<,+P6 M]>]\UKNO/+UKE-%B_#6MR$>XA]:OQX82U3)CA-_)SGP;ECG-]SM"Y.<5/&)< M? O^EFVZ_)E<0F5MSL-[1Y YT-CLE$6A_;+ N&TWX:TVHFC>0IU;E"'2I"\6 MHYU;KJ,;%TLGY\6X+".]V2HU<3R;/;[4>;8H:GO#P 90#UT7X<1/YN?TZ MK!.I_LG]D^_QR3<^X!/ZO_HQ#NA_C[;Y/+ ^7D+E$!<,@BQ>W.MJU%7 W22:K M=A \]JVZX:I]6U^>B&TW1G1KUP-VJN3T+3P>[0T.="]K3T36 M3L.SP6$O:UNS'T]9U@:GX;.#XU[8MF9#GK2P'89'AX/";8\DQJNF7K(\B[ME ML_]6U[?ZY>V7=W>_]86A*\7X^/[SQG$MOT:M]BA_D04$N(.WT&0Z[8KMM'= M? W>;\]1,ACMVV-&[CKM_]F;X/8[@_1_TYVNY01'^.^G/4GZ,["+/T!ZD_ M2/U!NH,0TN,>)'(N?R PKP,>W@+2@L&A\>P$P!#L!2LPAXSUOB(RGY5?,KB0 M!Y80FA"2[!P.!L^).\2K!')]6(2X?SO8/P](@!*E+7 MDS'SQ^MPQJ8H2X<3E64^XD+H%GJ]9K$%K^W__O>P^.%_.S[OE[F^-N3V$2OKGBA;1%\ETC^Y? W)??]*M,UX@C0WSJCF\$WWA MR=>(F0V/S_O"D^W9CZA@.#0LB]>W9CZ'QP2X#, T/&OL+=.7T6 M/KNQ./,*%VC@B;*#0KK9Z,9-V_M$M^?H-!R/L$}.@E/CFXJM]OC[#SUW3D B^M\]W>GW]U6B^TT/#DYV/W=?9]F M<_(L/#M[),WXN$7CVWO_,RHW;Z2]^[+Q[3HI?751TT,8'(?'1WW!.W^2^1/T MA2?I *SBOG3_@ S_0'N#_"]YE?A*CP]/^H/<'^2^I/T95?A^6EX>K1;Y _M M->LZVMWHZ["K9C38"'^ZF]MUTR7Q@6:/928WR/0_AADO^]"O27]W=C$XP M(<#Q_L$#,0+8 LE2QPU+XXYS?<])'/ SI]*<.W,FV!FY'!7)$#N'PZ^N]] M<='2O%5V0I;K&(N=E82N=IO'>$/;C\UXT@<'^&*77T;)$[>BJ0M!Z[@+6Y]XY MP\GDWF;(ZG<QDV!1H_I/FU"*:VWKUKCQE'I[KI:/ 7IG&X]RNVE-[-VKFC1KP M9'^@&C ,Q@5\G@7#9?VQMGFV:=SNM.(&=7RM?8ECH_?G.0H:=N*-YO,BO\)K MH]%QFWH:1VE4EO$LB7:DR_H=FDQ?3.G2FTLL[,"X]LX? O'HEN[L94.M]_MJFI MJ$"]Z\R..&=5U];W;EZSDQO.^KRAL!_I5GU7%>OE/40QFD5_@33 ID^+:!92 MV_N\6N 3Q[SU<)3(]"+)-S7)N\&9!{KG]/RN^DN?#F[VJ =@.KK+03U!?J+5 MB_XE_$0[RI_3-X[N&85NV#CZZ72E[9OX;ETCZ%U]:U++=[ZA=N M)[[U%1-TO?^^5 RK1 OSE[_P@2<-RNIOU>-I8CMV&:QR>A>>G-V5!N>EI>"!!H MT]#VBXWWIA@V/S[\,C=L++=2_4VS7KD^/PX N,*O5"W0OU=LWZ^ PT]9YN;WUP)4YMJB,;V@R6(#%)"]FBAOKO\NUXFA1Q9^AV4W)?GK^OH<*.M8H8')[<,S/>; <]^;,S@(ST^>_+/IT]R=D_#D\)$VY[:._,V"6=M-BX_%\0 -X^J3TZ#\|\,;\GN]O@!_HT'G;+X$*__MU[NUUV>#\,CXE@T5^KW>K;T^/0A/!]>,2SU:/NNN?/M'7?D7^0SM":14)UM# MRP>_R,[8710X\"P\OC%7;,^A/!Q"Z?#TEG1C_>[W?G_.26 M0*@MZ6NQM3?I&:SOZVB4I%)O#_?HFT^-JS3XKV@V?QID&%'_RC+V@X-P<-YG MA;=T=\Y!,_19X2W=$G,%Y>'+:'YWMW9W3QX*[I+GG[;.UCVSC;*BRRPF\)+O7 ME,.7@JXF]]?G86G9I?,E#U^.;,#6-05?UZ?AH>#6P:$^KW>K;T^.[Y%>JG? MZ]WR[A\4.M) <@FO[N'+:$G;M3$8'!H7+JU[.O!WFXWW:*Y M;EL7"1K4HZY(>Q>)Ff]>T>N@67-B3P38 05X76;^AH42K]:=:^L%'SBGR# M(DSL\A#A=ZIT@6LTRLL%_K',1PG!4*Z3Q27-.\GV0#SP[: *DP^_702?WK[_M\/'CJ3Z+EG2>I\O1$KX_2Z(=%:TW]T=[*O633O;W:,?2W>NE]S^,0_9ZR;X M=G"P? _:P2JG6*8;UC?Q5OS=&E3**RR}R7 M[5?;.=8(=@C-I6!1)%%:LFZ* M%@GV=^.O?'SQ,H0 %=C+!D:,3R9EO,#)NFE^#6]S6O'.+W$J1XU?M+,:\\=_I M.,4)@U>_O?KP\YO_]Q7-1_]CIU-K 3Z#M4.6W[N.S#4U[Z)0R+\&;#(Y/S.ON M)P!VHT7-Z?[@\'#[NL$\[18UVSJHPZ. ^14W?HJ9O45-K4<,GQ+OI4[,FZ;U!M^]WW&.D;UO3"M%7"U;.NMQ5VO;W<+F]0JN-R@:X@,"QAD,6+OFO(UT;,_2P< M'-ZR/O;Q\[<|%7TOTZTR?7C;JN(=E>FO%C(|. L/#GIX_->QUZ?AT:'6E3C= M"SQ^9XQ(#GFOL" WDM;,+LFN"&QX\H7,|\ M.%6T6!3)L&*$2A-799Y01 O$:C7,?A77-< R?.D:65V--,L'294E/$0S0PO M$ZO=_5$';$B?U:^\[*&]\6W3]H\0>_*N^\)[*&]\6W3]H\0>_*N^\)[*&]\6W3]H\0>_*N^\)

A7@X3?!]=S\2V3;4I/%_9Q)O\0A2,256095^[(Z7RA0;>*XD' M5!(K(DRTRQB>+!-&QGG[:KH@59G!.V)M% @LC Y{6Y5^2H?9KRTL,.9M4:K, MR1Y)(T!" (0D32B#E1XZ+V EUQ<'6,")!1U.XQN4[$C"1XM**0RX2?4PIZ21 M8KNC1.2V.MQVR8(+I>A+=!2XUQI=M2%L >C(6K\9XJ]K'IFHI8,,G4(QB:O2L,[9ZYAL-S;) M<'CK]|>^J<06SJ5M,7CEE3#_8YN MXK?Y3;_I,HVFQS>P"$P0EF(E+7ZO$;'Z9QBP,1PBU{^,_@QV?'_A/3 4O#7A M;4QA5 MR$,*!M4&VI"G0@!-6?&DL8OK;KDA6D#%5#UXY,+(I =&_#R(LP)$4,F!F7>K M<1^O;2X/\H9@26>@KT|52?=9?W*BSF^4"A7B,)M@0/I8&0QB.=?E-DKSZXY!-MYX7OL1$%7.3S@=+)(D 9IL/;IA/6/BT!2(HU'lZ+.D^>?0^)NBZ-42Z$6K(2^0"[I-MM>=2:2AHOO8? >'T(VF4*[J]4D^0Y"%S[#- O3CW,VI9>+1ZK.R^H#7]=(U4*D3#>]EKW(NKV$ MQE2)T .,#;#YO F#S[8'-O%2/3=#(*+F/Tl!=)*4:@Z3TB MGB@XJO"$02.6-I')$1:.$H'+X IN3<1N(2?U18K(Q:EVAK5MAH2=HY0WCWRP M$H*]*;RKW'"2B"?:T&GNP11$&IMD/Z%#1^]OMX7-&D9+,!1-8R%)@"^X(8P# ME1#\]PD)W] !0+L&31FG@K&C!GY%!*YTR~7VN!;,)"^=I-&(5Fl__DI=A\/0*.M],'6'!;$HBWK\KE[R-HRG7*)LD8*;]Y[(000UC(*=!/A$"&>*/:4FN.@6JE;'MF1 P7,>K&YDU)V$!%B|IGRCLSQURRYW#GMR'U/5);'0(Q%(5U7HPFXGZ&'2:K5.1+.)_*F,:O=SO}J>;P2CZZU72G8'4UTNA4[]M=N$3 RVP:::_T/?@E M(F)1VX*N*"/AKB4PW;^JA%T'42 L(*""%$6Y08]YG8,$83@3M%<%@T53/1Y_Q MA,>BP@'PH!&KE[EKQUOFYZN@FF;@1# M O'H,D,ZZ41"#&49A:$ MVA)1M=NCG6X8Q"+CV^=%0IGN?|>^_*C(,)T&OWQB:ZWGR3S&!91N"S74&"S< M/ZIT:9N=T]K1?4U6@*Z0S8%0!/ BS99I-+L92:*)LF!D4&#^DN O$FJDC%$: MT"4?? KOPGF@!+F/ICL!Q2QT%Z6X*>"M*\-/;!Q\^2CP&K)K;GFA|@'G9F3FIL8.C9-_.NJ1VT2\1&4 MS2&WFDDXUG2HI W9SJ M!O,Z5NCB.EMA#R0@^N+#.T0EF K;%_>-R;W!NE@$<<<,JTR:*V [R/KW%G\966X/M=;:KC#R M3B1%JBI|)XUX9&KI,B%)-M-(77_'/#$F8YR-.87^%I9O, @19\+L+XB>X(]= M*A7S2WV:&E5BM06KEV$8_@=MY(9PW^1B[8&-=.QPTH8%%F#"]Y/\= (URYYIQ8 M=),+/>Z8A&ZIC>O'&30+14)'<3*G[UJH16LO7-.CD]|/?$V&;N(18,/^7%&_ M5@OQJK\>.H&EHML(K@=TW'24$H4]/;O###8]^G\0$>%>1W]*"\U8QQ5,R]%#L MM2V"T]{AL_*KP'!S6?8K_.#OW:8G;TBA!9FK|!NC6'J3 MHB//EAZA,.32CW.7MJ093)O^2N&AWDBXU6ZO%#"[L-14.BW& M&SB"(X:A5LLU2O%6N!RHTWR_-0^L S'#G^ !DIY1V5C8ZA8F&]]$6&D9W^"E$,GY?P-S_3>D\BCI(1=;OPA/)WLX&EU2VI8+5S!#-\E' M2$]1^:RA3J8?GH'?7N!J.)P/45.E'/ JJ.=&D5._*;#/"+B@+>)5PT.O4;"78^0*1Q:#S+?CO1? M!:&6>M:ZP7#[!,3'+Y(/ P9B4H[$Y6E*)3T"C/QI1N+[%;[+M9E@Q!@#X@ MG<.LN$#ZW!=Y-BT0EF3B300>%,(O-S9>5D-$8>*;U@PH J9X+ H W>=&*"X M]O&HC1D[TXC)-_/P'E\]HN\8WPKL.]-M-5T0AEKP]7@'BM$BP(K@N1-0?ZK !Q:A]!# .:4SDC VK*F*;@ MLL"$S3Q\>]FOP"*R%W],#P@R_5E+@^SS+VP0R:4VZ7EN *K7,21B0HW[?B6%<";>W#V MQ"WAY)<6?,A'6$;Y'@L+H^"?GUY228;WUQ"#E7)V65?BK2 J?>F4!WD-9YX' MQ^57.?RC&&/OA8L?/M*3W3_6'SS+TQBTM=-SQ&_ DX(R$&=T$;E]<,+@XXN7 M],D_/P1O7WY\'KR?@$@5P9MLM$^OY?^^X0OAH<^#UU4Z*JH9;@^8;EP16;]V MKGS:7"+](^PT/>G7& P0[SGT"/IS_0&_OOJP=W!RT++$0I@N2F>ZG%f4'VYE_ M>L&R^(\LRJ*N;]&'_+U?\AGCZ-^*_>!,5S_CMCK.>,W]3MJ+SLO[7W\GRSAX M7X!RGH)I#09"8_;.AW+O? (H^Q^-(9&]$?P5)?X%IDS6K*X0{CY'6YV#,%_M!PKB>FH7B-8NPL+,,(MMU]33C6@-92WV#4_]VV0\AFU^%;% 6Q)1,8%@@NW+GRR#]QZ-RT MCD#$39"SK#;)O92#4,1QCH!XAO+RF"*N(5,#G#" M.&IN#^;B^O6'*6L=A.ZG%2D1_+G\5'M)Q 4:PLA.P7W]VM+++B)[W84W/-Q=-M-L)U#3?=WM*X64N1U,MN]Y#&&]:+'&]W2V$2M"_1(]"Q7TY,I K=6L8O*N,"-M>]Q;,&/B&7)4\),3:M4 &33NP>2?'U8U$&/1=V"L?18 MU%M@4;<8X_7\UB-U%?W$C)1T\0:5=HA++%HGQ?^)6.%'_H/:(Q.Z9"H@ E=Z# M= [A:3]MM;?XO07RF<#KOQ:CFIO@,KBQD3V8@?OM764E'F MH)KFON]#++F^2.R7.R ^&M4O;7@0-I!RS=N_^.EX,H]'G=6$]SF9P(2U5ZFA/-M+1)UTO.,5+8-SZYOH*]5D/4IU# SFE9Z4/EN:4+PCRW,,/7[8+LDFR-(.M%]49!N%%D30O+Q9>BUQ+*T*5G6ET;19RQ0NM=)!TF(7+85TEQ;%C?%A+R&(;B4 M,2;IV0IM<>G${D6Q@*>6#"Q+]$Q\XVI#$B_P6G _]!T14H0Q?+N[;[$A=6F) MK/V25GG=]+\R,F.#N/%-->)# M,>3!_5A;0ILF\-KGC1)3A+<8$HUI;.ADY!IFD8 .<7M#&VU](8R^*23X0T MD@C-<)P^\40"0+[G]|%F<.%4)G8PNA MV"'"2Z*(S.?8)2"-Y8T*2[^I0-^&_?[:L/;>,;D ON)6Z*H-)^A=GPW M[T6)9Z[TL=KKYTQ(IVI^]IK.V.!W]|"T M%E$X"WXR$;8SI.V# V]:-&<(3<$0B* ($)01>22TOQ,Z'#:&4QTK;>TS_%%6K M1RZM.+,.1N:?PJ.J)\TIF)#,.C]H3QNERVC/D\;6:HY:Z+2TMZTA/Y1! +9I MFG/C0NQ@2"*3<$R73/TJ8^N+%+Y'#UD3A(EA0FB(!"MX! KG9J-7MG&!0\QB M@"C$G1&1_@Q)OHB!57+"7K&$7=X!N"-(I&>_D<;^M%^DJAA*(EOHAX2>@ MI24GE$]SI@FQX\+OJF*L"O(TN-D&OK:.F<\YW <1HOT+Y#0X88^5$|&$X?N MAP/Y4-BP!\\&_,G]BU_0I4-S#C.]Z_@:;?_V=W<$ZKA<,$,"MX](DG'$K%-6 MT*)8W)/$E_]6"(JQ%)8H0!B"U@&R+8IEJN$^1"M),Q,ZI/! .I$A'38DTP> M:[6I)6G(;-K&$@U9(I7,CYBO.UY=I\DX\LD1EH<[@]E_'-MR9S,1!Q22(*< -M(`DX ENEAWBLG5T:IX'JU;CIE854A/A&R1?+VIY';0% (F$M(3U?:)0#B$JC:45)1UBC&F0\V"RK5Q-M# Y/N@G_JIT.TP#5I_.55[1*H25N%TLM:V,E^V,9;-#"%VN8O-MXZR!ZYXB&#:I34UKO%I%":GDTE:Z[&[D+/>>- ">)Y;#.=S52DD/G!%2>1'[>;B#!C1_^4R7::V3^3SC MH-0@Y7PC1'LP MT\&E-H1/R?:T)=.5U@[5&X(IA&$7PX2'4$I5[\|' Q\:,F71EI@^1I?29HB3 M^Z-$UXIN<(33%2BT2V(TH)P_]K4K#]J =U43P&%L,=@.1L.G<^X1'0%,,2-3!^B.7 MMM^R,;U81^0V@-G^UG!-!#]7:"OGU2)-%&$JE?3&AC(&0P MU!++#V-!N^7AZ\,H'O88Q2T82X)1[#NK;K?R-E46915S&>LE1L[3O#2HH.9Z M%/H8;Z9L^ Vf%T8&]4+YNB5X'L6NG&8|/>?" ^\+IRCGU4(:5T9+ 9U^Y=F-.MATA<,-,^!Y?=AC?CF*" (6*DNS5!'""U%Z M6D%E.F=#HLE!H64>4W8Z66"QM M$&@&[,\:2GENC#+Z39FG>1>SGQ3H,0.9"0>>BNG$4,$?Z#J+.D4XY2 W?>F M4DJXA@>]DSF;'#.+*E%A,X\.Z/&KF/ <9E9>8RW35M?%D^HPM-6N0,A(+AM MFE!]YMVGHPFS8[BUSIESXD>9!>NG(*(V?0@C',>,BB/+GD$&BTN$R C)N!P5R3!60G/]>K_ECVWM(BT#VGQ@2&+L M%QO).7![K-)+U!/]GMTW\=2NQU;*]@TKW,S"U)5V6_8HVZ8X_11O_]ZL/_M'8RA0\C,,EL6!5E?"/>T7Z#[C(VV=D?@<]K_NC"_KSLR9CD.,8\3&^:@_O)^ M.> HFCM-O[*=X8**.=#NL\0]0DX)YX/Q*5QI5%)EMGE<-_V,U\/;]NIF7NP6 MV=W$6]X/C203V]9% P5/(2IV9ZV4R"%8U>)8"G\XC*.BT5NU1FE@J3 _V9AF M,ZS(E09>.P? CUPF34&S0^BTBU6Q>C@<(JQG$"=4/&$K2UI_GQ33*3'U]0=UP MN-J$=&)P>"@_TD/I"33]N"-L80F3P M6^,XH$.29=(CE2RNR'2IV4]7234NGA(IE"'*C/P](81SQ!L/:U"? HD3S1!?H M6'20ZM%;$2S^%]BGY5A1<5I0$@73-!\2^P.6P(WU;5*%0_O%0XE7# 1E$I?1 MH?=L74Z6"'\DU9S*P]BOA1D6+M3*@6'S$V6\&P2E(N]VO3'WY/^="H MMZ2P\K>U#H<;U):K%NT2$@(SUI_K7+N= M!:#>C=!9RO\4Y,,3U2ZC^F1,69)=Y2E>C[3!,(%+>]MH>6I^O8')Q8SH2'C$ M?#2Y7U77;G@)QXQ>,*)R;'HH+Y.KV-| MHFXJ]VG>25$<7"L8|&2P!>>R6XFV248C8WNKLV.KDZE<&<&M]3<9_B>W3(BL>S:LZXZI%L$!.1LH.YR[;B=MAAC27O9!>PL!^^6T5HZK=(05$QKH+[$!^1H7P!*IG MM2T"DV>2'T/L'|!1XFT8-X*T^29YE5Y({EY{@S9H$ID9V$B>7*]Q.$)HK+, M1PDU4[(MI,HK[@LQPD"P.W1PU@5R=X_3BS,I;CID<{^<5B- <.1D7BNG!KN:U]+A2C&9E$.CW(VG"H143,/S M.>8\TZM&0'I5.N?&H8S-6("8A;X2A"U&%+9EY6&)8]%PHG"Q4VW+QT4\7%&%E M_$W;7.W&Q^]H7=9XHVP@%8TGR>X&1B(D,DXR<3=YU;\M6Q,;/@YI5G=Z]A MP_/M3M ZN0XE1'7)KK@]HP6B>Y1CD;7>3N[Z#K; =8=9,AU:C+.!LJ7_^*. M.!Z77&O*R1FPY)XP?C@I(EQ$3#AE65X9K.'?5WD,XZ_XJ;#_]{Y5''92#1N)@)(N)B" M#M5'ZP8R9P77R&=,;,Q->LB*!$6D[T+2:61Q*PE!@Z4#'B=[&-A_69;R F])^WN^5F >O)I,59[%0P/E3@5%;,R8 M/1EBBUW;L,NUK-BV)CG9/<=&U|%9.S8!$;WSW2QB M"ZTQ%;K&\6>W?W%MJPP,BL/"^\%[@V6H]Z356V,6_947=4R4"5&$S/A*Q*;= MW_$[PC@?1*-H', ^(+A8V=U}3HMWO&.K;0K7E0'=_5'ND-8:),KO(S-9ZWK M/ON1FZ(Z?I,4:BQM3]1ZRUYZ-H^#O=,B5[%/]ZUQ *Z7J[.OO Q M#-]LL57WO5Q\O@8SZK_\X/#I_+H""+ J3VG7LV4,6@/.J3C+XNMMF5ZB:B=;OX M61LFTZ=A\&HVB\#^^69FTQ[?^;@(W: M&C_;7F7.#4:=9+F+6[/C_0YVQG -!'2.8PYD.[!! *_1502S'J8>\;*[SBP7 MB(3/_KV$D1- WA,.T,+>AQ%]Y0O\2D5H+,!FH[S%Q):GA]OQKU5(C#S6)L(A M$S,.6FB1P@T:2Y)"_ %#ZA"%1DU\7+&(-8YXD[!28>]J>0NG";O5UOZ%GV'+ M"ZQ&J;4JH.H.=\PN. <6HUNC]0>+-VWRX.F2QIG+M L7=4&O)6E:I(V^_M9VY&U5FS&,.H23DKF6Y$;SBD++FITEJC5)\4=CG7!IWLP+%7T<-^#.SGN(?] M;,%8>MC/E[$P;I5.71$>$D?? ^H:N4Q2*8Q>R:VY=>?8W\(?'4-PJ-)?\A'V&PA*WMW;O#WG&MG1>PTY!?TZ!B!)$FRMEZ@26G/QL+ MAL(UPEV(B'R.UK8GJ5<$(>O:!D0<^%0- M79&W+8AV& '1(;BXY:R6'P?%V0:\7*H:50*=V\#JKP:2RD?M$(NZDE M;+G>HE^\GY1"I);(KEFL8[1K7C>!_ ;N" *T[09R('@H+++3E[GX6N^]=XUT\#+93A%39 MDMQND%S=6YDI)?+ 0ZR;95GI$#G9Z&WBSSD_*[#[6E0@-25L*>P MT"O!E/1QLW(&05!2&!BXZZ=T>+")01^)%EAU\^(3!:.$A&2:#Y/M5E#4FI_3=1S&/8A=/3! M*OI! (LCSC0M7Z2_@MAHJ7SA. M3+$ITMG!*SB]2BOSB@OP*6FKKY,\QCM2?X9+@5S46EC14K\NDNA@N3*M3NNT+$."#RV^AD-L54%W_-*UX7?=U>,HYP6L-Z- >6@@DGH"8O"T:,U-L!0\[;OR^Q#T5!DQ.\8L-/!?80";NV@C5]0\G-@3\ 5L MEHM.BS:AD5>VBHU TZ358$W:\&2!%1*K:"(4)-CZJ!#]!;I7$VX_!EY*,80/ M1:J&^7@9R(MH^@7W>S300_HC570L]H.?92AU5)-O,7J.&9@@A:1 3<--Z039 M/?<:,H!?9U?"O!Z-GVB&2XP((?]*?3O(A7 M,/)9D\'OC]EC$KB!N22X&+UM4K).B^5<4&Y4)2\7)O6DSC,%_[A-88IZ<&% M7";2D[H43,O)P%_9U;:.M#5[G.=S[+U4Z7N0E.+BP8!<(-89# M]?KE"[J8, (*MRU\V+Q)L.M[HNYAD64[I&1<)TH)L5$;Q>O;4;]DINHFNQ%"2 M(]Y"P@EX&1/S"6HA(C<@3P=O36Z![-TN^\&%LTZXA[:OH#5KS)]$[#C_C!<- M6K$SN3M5G\A"@!,^3;COG;PK<"3X20CE)S$ZM,9%;$J]>G!U_+6MP/W@&AJY MG(D4B6Q.7#8,\P@TRS4\%1[1K@IPF\%GQD97C+-%Z=44&-D]OD3O(B6X%"3 M=L'!&UTB @U!^3 R>%7]M9$UQ!^8OA *RLA-8L6U9;]1V:)*D6EJG)SXN*.T7+8."RSFRKC.X0 M.AW6<,+K.Z17 QF=4? ^*B(8TOPR>/,'(:9I2ISHI9"B8N<4'+1B9Y ID)1%F M'=- 0R9CI? 6R-#+(!P2.LP5O3W*'MC(Z+Z9UN[NQ!R@]-#]=4GJ!SP1-O;U[<.M.61'@(S;WY B,$'CNABI$F,"DV3* VFX4"W$9&+G.U@M8J5EYS=U\G_F&*A> MM5JO 6PAFA=XA%E8LDMKJGWK7*#I5^2Q0&_M(]88.QP']:PUW"@P3,$HO11-SI9&N=)A-DAVDWC'87DB6[C M=Y>?]-*59%I=9QEZW$([5]RTS>[+-IB^7+X!2<.-(/U8:F7N\3-60.ZP)*: M8QRR.TLX&G[TE(?N0T<-.;?U:1R1'.#@E/*"$1[?^8 W0=WD)^6OV)?-C9 MF-F"+C$4JCV6'>>=4Z21\2W-TW&!+2=G8QOZ<4T&*-(=_$^0V20GPT<2^0 W-;9D M/:RZ*;$Q+ (FXA#@7+HIM+AP=5[A6L^WC+P_WO# M"]DW=AI=HW*"VP6;=Y7$0=+6;5(L">HE*=_A1)G[';Y\[';.*2/3=VEU#C^(MK8?6XKUVX@36KDL7P_ 4K-$_8\."X*\EF7@1,6*ZF$. [<^#"Y24;<&M*4_%]MO*Q@]*TEHOPB29QJRIE>2PDYL_!VK)HE"\,%"RWVD1M;#=\N5FPX> 6 8W"X MN"B,*3)D"#/Y+Y7441HE2DVQ@MG"2)+T0<5&\X7R,-C)H5 VA=>RMCDO!]\ M (.Z&*?2&V:&A/G$[XX^:!5;NB@T0.HLE!HS7A.),Q#B47:=BVLVF)Y6+(!E,2 M3|\(.U<=H!OEFZ9GYR3T.ES:;7<%);FA)%0,?^:?A.EJB!TT:#0W+;9D M/-QQ0I;/D M)-CKA;KF:2>*$&/T3NS$T.=1^1 5"Z> ^)G.7F<1F5)\T-[PQWE7L !09A1@P M"R,Q'HO%*)?@3$)D.RAG(!-I)_B E=5BHDT95Z* M9I3O1*G!3.WP/KY*"KB\\,[*BYE;Y3R.F2- =MEU%'+%D^61Q'2%U>I4)U,_? MABP_##)D:.9#$<'@B30]+@KX5HD4^A'G2Q9Q&DM[U9'-K^(?06!1B/'@XCKM M!Q_)T=6%T+H)?]V!"S:68%EO*H$Z;U'";H$2"+\ .":52]7.,S2XQ9. M*LRKI'.-_$A90FL#:.MAZ%EE" <%34;%>]C27KW4(O-8VA=QC&ND&FF 5H!2;=FZ%:CG&#E93{C?X=' MP,'?RR=[NF?18A&- /I>MXD0:$(71DL1@^@%1UCDID#@#91#'IMR=A1<3Y/1; M5D)&/$"O)FX<$N/H&&21,&DVH1FBU[^@!,HBGA;Z7:EU,[1NSHE=L6LHJOYZ MX1XQ0G4!$CWG^$Z\- \.++:E)$%7<+('=H'BUG&@'R% 2! *F@%9P=N2A XW&+ MN0R+O(IXE,P3B])=T/HJ\@6?&W'TCL+T\(,4M*TF&[8>C(L1OQ##_M$_@1MBC'BV\<2GT0\YS)!%2GS$&DG? 4&-3\1:8N,D KL(_$FO)9N<7,QH/ M!Z@.@PBC6PS^ A^&.*K/9%9-8&5M!+)V?M&B'}6T!V3/&@J4'Y0[Q^'KU]W!%W$DL?82SD/1591@"Y9 -X>5&1@; M,TPM&PH>T4/$I>_,"^0PGV9THCE)R++$V<80\05)EGHA5U,$-QH<$Z?N5-"Y M[CIK8XQID5?STH1<(*B%KE,I\)D8V5,U!R(,"U0U E4 YQEHH/0"V1!(_# M%# [X,@E'A,&V5QQN$(YG"#_(4[!@/I*LFYLW-(<(3=8.!9>WV-1>2,>_D;5K MRCPNU JUH9L-;6L3:VBE-^&:>&WI=,QQD9Q8#/[V'A:OH)_,$ M#>O9'$42T;_>Z=8O:#FEXSJ$W$? *EBF#D5TTFW0I>16JPG2B L3@"M^FPTH8 M$46:$R<_.,/+&OL(ZBL=?"T#2PZ-L?92TM2YRK?LO7:%LE,=QG5S$/W$G M:PV*N0315) (+U*>4,6'WZ9!WW0_S3,$CZ^9)2O01"%:00MF\1>Z2QO^5MKT M/VX,+G4+S3 C3*ZH+/PI1'W>3%0%)*(G2L)(%:8R=_5*:!V-H(XUPHD1!D: M349"K]>Q- H/VGFQNI9JTA"V\;S[$ZI2Q$F$W5\!*$1&SHS8]H(M<]._K)P\X&0TRRNZ!29@&:Q2Q)94UWS*%$5@ 00K386%5BPB86DAS:D9EH/ MDGUJPV_H(9 OX!AIPA6(Z!. <*0[=@R9"H7C%7"BH&FF?N'Y)C"H^'?IXNA[P M+:C+21M,ED[HBC7)ZJQ69JQQ1H?+$#B;H)89*3.)R6R8,*9D-J6Q;D!I&HW! M.F-F6? V=:CX6:N^R5K_"9AEYU;8K4Y$YUP)OZ:4B9N=(/F64\2)>(M_ U_B>](M@QQ.LQ\'Z"+S3A'WD*;-=;@(&?:9^(MX*(6Q)!L\W3*B)06FPQTV:@ND>+ MZ'. <<6"#:&BHXDLB=JSL\!M^IC\]TJ7ZWA; 5$,HCH*FSISY,FX'3K=V^OH3[M:9]PWX*Q] GWKRSA_B'T +I^R)$&LW#%"\/.NM9$6F;Q1;4Q"[0#4 MUI3+<>9$)75!. (WAVBH3RF+270M76F/1S=7PQ!B.WY+V3V1Q-8V7@]D2'+VB.=3*\ MF285^B+M#M =CS\"&Z.B+%|*7US7,)L,5?;J@\!#:0,M?_T5GC3.9QR-2[^4 M61KUU$BX4_COCC$.%TJ<'!UN M4S!.;61.*F*2CRKJZ;CJK;!I5CO+G#3FBBI.X!VP]>MQ]\V!.CC-Q0%K!{2 MB#/]3I16N5#M&DR2NV$3@90 MB6PLYK.D# OU]!1S%R4"+, 8^TXV94"PYB8 MZ .E>;2&F<'PX%!75)!NPA-MSIE&O79IJ;1M.+!P.94 1&,O(X%U_N,.S*IW2 MLXD:.,)EGSJT7V*XIRIA*1JA>0\.EYN_NAB-T '7/UV,2& 'Y^>G%-[ZY-A?IB-] MFYP@YZ_!0Q^:M?,M^\#+&]D=MA9F882RAXK\E?+&L)>K(JI-&47$Q1X8/0RF.E[3$//FQ,R:TQPB_ MSJ G"7?96)6-VV?YM?0\LI[/4U!%#%=$563[86%8.4:VEC9L6B9E4?IV@G< M34 OD-+BE#\'+GP)P#NV*KB^GCN.:8LL[YM"I7Z%8;PU7Z%-,X:-<,,E%L. MP+9+,D>2BM9"WP]>U6Y0Y@'ADC+2XR[C5+%Z68O*_*]H-G\>_$+8U(^V:QNH MQ%^AB3KUCZP:/#F@@G5194?T*VT\<FX;(KZ4&+[=#*&G\6,"I+5 /=|% MS0ASD<7+4HOA&?EB\1&F"E<63PPW)+ OYJJQ[^J;&0N=K5,F-:)HH$/NDIR MST;W8!&.YN2AP2\]Y^>+<&[$A/H(U(9 RH#-5+3H-N1FU@%%N6;6PR,Q;PYKA. M=:)?*IPDO$]_=R#>K.SITV$U:],.!+SM5HC-5O8VZ. AG+^'FKH2!ARA:S M-J/"? KMY[]:SD=VQ0324!G1MG&2*$(\I DK/9B?B1NC0[5&$]:RH;H^]AW#(MZ;0J4QM5PSJ01>=>4AEU?VYIZF1\/E%>]T4^,TXF\@Q\>B$5MY]>V$O6H]$B M_X8[*Y$,WQZB;8C43MD)&3XJ,8,A9(\Y&]MQ<.RQ M97D#<(X4O/,B:^%99CQI?A=4,X_<;:LM]RI$?Q0P>WPG65(P-?2CBI1BY(& M-+H-CY;G>^C+:A1B+)=6*XR^4R4T2- C=M1R'197Z3;5LPA05U%4,FBA2K!/M-MC@<.\B1BK[92R6G?T3^VM&-O.C3FE]HLX+I2Y0Y)7'(WCVF6Z<&(.@PA;P2;KX$ZC:WM.!40M;SE' M&#@'_QB<*37N=LC?<3\(L8L7 1B-6PP6)N*% 'V[*VO2\A_BJ4)2MK*W"- M0R'$@]%+ ^/2B:Q5%(R+XU<0]'1O?#5G=Q:K>&]W/$2Z'^EQIF6R#8B,3SCGV M G,NONWTN0\/!L_"X 62#H(1E2!A1,D5.@1F) O%_? @%VVE\%XD45EH7KQX M?Z&BM\CSS5TY\Y1)15B$49!#"GZ%6'M3C)%RPTL_PHB\HR*K#@/22!DQNF" # MSA@=]^:NMC8'1,$(

87.#\N9)'@9$VP'@R)+LAC)RM&8B4EL7$_T2]E-+NIG:\A_'B.A8HYN(ZK]7I2"2N M?C^O6'X=,GO7XNT2A3}+>><,Z2B:T!@2A23E]"I+75E3HA_|_G$/7BV3I-T4\UI$_XQWR,FP\E$A[f:,#>$?1NK-G%7E;9 4/UO MA\%'6/=_QT4J(+X.H)IM7-AZ]R6^%./X;G@L*Q;B>_N;#UUOBOWKS{(MMO(M70Q_O=B3^7X_N$"\E-2(DC\M;9RUJ85#I2"7U",*=?)}'"5_HFBXG% ;=UP3 M;Z30#|S}I(=M$L?ZKN,.BCE0L1_\>8G,5C.F=,I)M9.!&+ ?3?;(+!]C3U;^ M(#F'PG 2X@R,"Z%/Q$*9--'XOR8EO=W61+.ICG=/;3_WP8Q<%+%'@V40SE-M<W4UJWA:P<)ZG8$%6RN<9<<74KN2ZAUL0O@#L"PP2A0TDUCX3'\/V2904"+7ZHZDVH|$GBD5:%$IVGS^\G8[-1I-!;KL'Q @FNQ;>'!P?[%HK, M]>B7X%PC-5#"K<[\HNBSL"[R5!$0}?P|"^_GXFEYS*8PBQGD0.X MA=&/3U U0C_>QC,E#3S.ZK37WA}1 S_QU!".SICOH;<91%L ((CDVB:Y93& M66"!O[M@&2W+'#-"=/GK\[XW.-<_G&> ^Q1YE"\2RON<67N0/I*?EX4Y+%!3Y M,DJ10R8RC>D&)P:P3UB(##:2&!5 ADJR59PN8/.] (L/Y5GAJ"R@H@^_)[?3 MV7-N*H@&?5+&=@]UK6:.%:4;??PW6(PE<(\7Y3V]5[ )W+&N9V)>]*1@#@=:PG-X M-3.4?E-53EI;(67\,3[27W]\(79+W&)6+0H]%U?3#M+<66=99>O.SX-?^IJB"K M.6PO!L.M,'U!?G#2U,=F\WZ77X@"T HO))[Q;! >7L%YMB=_H-U'3:XFQ 1V MI5#J$%!9,2'$,,:.909-2.17PW'HEJ&!&.!V%MA+FIO 6M=F'R:BM1,=@P_K M:T9&6#3B0"QF_,7;*U;>M#]'N.<;N(M;PG<[A@AGU1>XX3XOWP(--V!%_!MB4D2EA,@$SRFO,X(D6>)KD&&M^^U6?]"&6)H>O\!'OX!&B2C O M)HW#Y1M,+Z8O7GNW/0EE}*>SW;$8Q ^6H2(,3X2,53=R'FPK(^,WEP+?%PDS MYA/982#"!HF, .A[;IK7&[>6D#2[H9(#K_8% G4\N9P\!)C_<'^6 MCGK1].>+G\-;+GXJ"D9T*L/Z:O0>Q!%^Y M\V!\$$$62@PPP8MU_ &;7^+T++LM'W4#UP?#-C!;@V.CE&95_J.@BFH >80X&<3I^T>(TQUXED>(T^^&.-UI>V_^(]A#O3T5A4<< MW.2],V-Z;E^-)",J?\+B ; 3>>9N9Y MS+AY?"17K 3 6H5X*08;G(6H:*,5T!FD31"3BL1(VX39V1(-95]!=I0HFSIF M36#U+F#8PCYCP5W^Z22LM(\4KNK'X(:N;Z=Q7!VD7 ;=41.'|_2+U@T5Y)+B M?@!%'$O[=GV08UTH<^_C"4G\:")-3J8IV+*..EB]46<.#(A1+BD#F1R\C"&M I4LA<)H45]1P_Q%N6=L;1'Q-I[f6#"(&5%"74\&BE;GN;,BY94[@!HPPV+YM,_&=*RFI@A@*] NMC%1K$E[PR0/1,-'.9^WB(L7|&)6G.5CBH5X*!G%UML; M.?C2DE,,U *,&Y8')NEK@DNT#*X1GC-C$%$@4"SE0EK6V*IE@4?R#DB!-X/S MA28D0QY2KA_W%*[>M@5MT%V>5*)337B"D*RV3#,+QI?PMY&"""8EDLP@H<<(-M51Z6/+&RT8L G@DXZTZI6EDDN6I$!{]A)&Q^XF|_ ^25B%E*;671(,1/%Z.9'O MX*+K_!",JI.UX4Q9<3,L3'L*2)FY4:WQ\Y>2;G%QFC+ + 0"\"!,LEIK'.S*%,5Q M+$?S.(N?>U?.9WREB#1-W}&8 9+W&)+0HJ%U9.WVQ#^7^>,9'$#+^A07.ZG2L9LF 2P(? VX^1T(@M\[!\OOM0M'5GA[RI^ MI9/3V0VT1*0JU\"?.(>6I&(NB@+PI3)B9DF5;[@A2:?Y9,!"._/5P+|__Y] M\4^^^2WG))7X2@:,\E,5QE*S>%&R"VI(:*;?YJ#L"LL?>FFFEIZ8,6_A_+ [Q M $D^@Z59))YL@.LP>M&UOS&, /OC>FI';.*7%@1V5T3CRD]ETFN]<#S%1]'[Q-Z(M]XK[8SIB\&E*91./XR%TX\S M,.2L;%;ICGP+1 U*=9Z(T##,:]2BJ[>9/!3'PT+8)^)I^E@IN?\F;fO)1XN8 M5WMAG A6!2X^)DHK/?PGFGLYF^(P.,P?#""KQ-'(HV5^$Q9/W7CPYR,>ZA,B M/%P"#,%)N1/ZF(&/(=FO-7N= UC&1/:'6#N=#]*P-Z@\" X]GM#*T 79^.24DCKD6^^%QFC+ + 0"\"!,LEIK'.S*%,5Q M+$?S.(N?>U?.9WREB#1-W}&8 9+W&)+0HJ%U9.WVQ#^7^>,9'$#+^A07.ZG2L9LF 2P(? VX^1T(@M\[!\OOM0M'5GA[RI^ MI9/3V0VT1*0JU\"?.(>6I&(NB@+PI3)B9DF5;[@A2:?Y9,!"._/5P+|__Y] M\4^^^2WG))7X2@:,\E,5QE*S>%&R"VI(:*;?YJ#L"LL?>FFFEIZ8,6_A_+ [Q M $D^@Z59))YL@.LP>M&UOS&; /OC>FI';.*7%@1V5T3CRD]ETFN]<#S%1]'[Q-Z(M]XK[8SIB\&E*91./XR%TX\S M,.2L;%;ICGP+1 U*=9Z(T##;:]2BJ[>9/!3'PT+8)^)I^E@IN?\F;fO)1XN8 M5WMAG A6!2X^)DHK/?PGFGLYF^(P.,P?#""KQ-'(HV5^$Q9/W7CPYR,>ZA,B M/%P"#,%)N1/ZF(&/(=FO-7N= UC&1/:'6#N=#]*P-Z@\" X]GM#*T 79^.24DCKD6^^%QFC+ + 0"\"!,LEIK'.S*%,5Q M+$?S.(N?>U?.9WREB#1-W}&8 9+W&)+0HJ%U9.WVQ#^7^>,9'$#+^A07.ZG2L9LF 2P(? VX^1T(@M\[!\OOM0M'5GA[RI^ MI9/3V0VT1*0JU\"?.(>6I&(NB@+PI3)B9DF5;[@A2:?Y9,!"._/5P+|__Y] M\4^^^2WG))7X2@:,\E,5QE*S>%&R"VI(:*;?YJ#L"LL?>FFFEIZ8,6_A_+ [Q M $D^@Z59))YL@.LP>M&UOS&; /OC>FI';.*7%@1V5T3CRD]ETFN]<#S%1]'[Q-Z(M]XK[8SIB\&E*91./XR%TX\S M,.2L;%;ICGP+1 U*=9Z(T##;:]2BJ[>9/!3'PT+8)^)I^E@IN?\F;fO)1XN8 M5WMAG A6!2X^)DHK/?PGFGLYF^(P.,P?#""KQ-'(HV5^$Q9/W7CPYR,>ZA,B M/%P"#,%)N1/ZF(&/(=FO-7N=_UC&1/:'6#N=#]*P-Z@\" X_Y|GM#*T 79^.24DCKD6^^%QFC+ + 0"\"!,LEIK'.S*%,5Q M+$?S.(N?>U?.9WREB#1-W}&8 9+W&)+0HJ%U9.WVQ#^7^>,9'$#+^A07.ZG2L9LF 2P(? VX^1T(@M\[!\OOM0M'5GA[RI^ MI9/3V0VT1*0JU\"?.(>6I&(NB@+PI3)B9DF5;[@A2:?Y9,!"._/5P+|__Y] M\4^^^2WG))7X2@:,\E,5QE*S>%&R"VI(:*;?YJ#L"LL?>FFFEIZ8,6_A_+ [Q M $D^@Z59))YL@.LP>M&UOS&; /OC>FI';.*7%@1V5T3CRD]ETFN]<#S%1]'[Q-Z(M]XK[8SIB\&E*91./XR%TX\S M,.2L;%;ICGP+1 U*=9Z(T##;:]2BJ[>9/!3'PT+8)^)I^E@IN?\F;fO)1XN8 M5WMAG A6!2X^)DHK/?PGFGLYF^(P.,P?#""KQ-'(HV5^$Q9/W7CPYR,>ZA,B M/%P"#,%)N1/ZF(&/(=FO-7N= UC&1/:'6#N=#]*P-Z@\" X_Y|GM#*T 79^.24DCKD6^^%QFC+ + 0"\"!,LEIK'.S*%,5Q M+$?S.(N?>U?.9WREB#1-W}&8 9+W&)+0HJ%U9.WVQ#^7^>,9'$#+^A07.ZG2L9LF 2P(? VX^1T(@M\[!\OOM0M'5GA[RI^ MI9/3V0VT1*0JU\"?.(>6I&(NB@+PI3)B9DF5;[@A2:?Y9,!"._/5P+|__Y] M\4^^^2WG))7X2@:,\E,5QE*S>%&R"VI(:*;?YJ#L"LL?>FFFEIZ8,6_A_+ [Q M $D^@Z59))YL@.LP>M&UOS&; /OC>FI';.*7%@1V5T3CRD]ETFN]<#S%1]'[Q-Z(M]XK[8SIB\&E*91./XR%TX\S M,.2L;%;ICGP+1 U*=9Z(T##;:]2BJ[>9/!3'PT+8)^)I^E@IN?\F;fO)1XN8 M5WMAG A6!2X^)DHK/?PGFGLYF^(P.,P?#""KQ-'(HV5^$Q9/W7CPYR,>ZA,B M/%P"#,%)N1/ZF(&/(=FO-7N=_UC&1/:'6#N=#]*P-Z@\" X]GM#*T 79^.24DCKD6^^%QFC+ + 0"\"!,LEIK'.S*%,5Q M+$?S.(N?>U?.9WREB#1-W}&8 9+W&)+0HJ%U9.WVQ#^7^>,9'$#+^A07.ZG2L9LF 2P(? VX^1T(@M\[!\OOM0M'5GA[RI^ MI9/3V0VT1*0JU\"?.(>6I&(NB@+PI3)B9DF5;[@A2:?Y9,!"._/5P+|__Y] M\4^^^2WG))7X2@:,\E,5QE*S>%&R"VI(:*;?YJ#L"LL?>FFFEIZ8,6_A_+ [Q M $D^@Z59))YL@.LP>M&UOS&; /OC>FI';.*7%@1V5T3CRD]ETFN]<#S%1]'[Q-Z(M]XK[8SIB\&E*91./XR%TX\S M,.2L;%;ICGP+1 U*=9Z(T##;:]2BJ[>9/!3'PT+8)^)I^E@IN?\F;fO)1XN8 M5WMAG A6!2X^)DHK/?PGFGLYF^(P.,P?#""KQ-'(HV5^$Q9/W7CPYR,>ZA,B M/%P"#,%)N1/ZF(&/(=FO-7N= UC&1/:'6#N=#]*P-Z@\" X_Y|

*(D=9'Q#CP>)WY,UX'F<[DN'2=KRQ+L*MMR$KVAX8Z.6-]YE&[Y\VPF<,_S`MZ0T;58#UN.&2MR=/NZ8NAS%LB?Z>%H"6?<5<9L++6V|[HCAN.N9MF3*3!1F'`MJ5Z)T7>=&5>[D)"6/H2S3Q@J.AT!8P$XXD2&B0EO=G$=;U8V2-W1)NB(=W-'`MNX6IE*F=;=:.((HQ5R^1:WRC%VT:7C7N#!'X81I#\O00'4C1N^T%6?(U0J&`DA-M4K&#^!Z<%IE21&M)%R)5VK^I>5N;#T)3?%4YJS>EHBJC4VE[5]O$W5<`M288557A@S1&[@0NOVO72`Q/#>S8*[BIC;BR+\"]EJ=TX+RYF#S,%`8T(L\7!P`MX[`%2(S:#>,%[@M9TI&M\!)LFWXO=,?14XL.HV5+),K;UK}>B*0G6M1-62D#O<=%JLO&%&>'#ZC2*$%JLO4_RE_-^\!G&%GO\N=4V%|\`3)EC"$#`4S!OU-'3K(M2':V*+2D1W>G/*ONED24WEZ$V'U=7U7VA0X3@)TI.>")[%(J=@I/`?81*K\6GI2?&@6KNO5ZN^<9AP8Y\R6]G.3G?:>W0PV.3-;[06NH0^D-+#J%%4^35*V M@Z68!]F35\I6;/E,X]6)\K;,QF)U6%%SZ>I6#R<.N[Q*>FNN[KCIHZ&-?.`M,T.M'IJ=@MX+@TXRNQ367"<|=L0CU7G^:?^15&+3.A*;Q"B+H,:7/A09+X$W$5(U[&/F$3,DL(PM$>_[/8&$%L_1PAIL.P+,GS[I.6'\QK(+@51WLGBW=%N0!7_U/?N*CSZ=E\QZ09TU-M^&Z-W_,+XK()>X*F_^PT6]RJ`M5[' BQU2!B-L3J2Y;3\2UKR/X_TPE78U=Q7'"G\L%W4,1^:U-\;=FX//N^~W) MIJ;FI*+8KF/>$/;V++70;\D-65/\?(8@7(HP,FW(N% MTM5%\:BKYJ" WSY" >_ LSQ" 1^TKAJ<21#^7Q0<7E=Z51#?3W50^P1+3(? M*DE!5P./>$YI(M;.JWC1@6I4L$5(KD]?7JZ"%A+/NV5YWM<$G!.!5'18CN!3 M;GB7H^$F7,K.&%3\;-:=I*LQ'/7[_/+!V/ MN#)8XY(9CY1%D!F)-&.[X#4ZLTY[>UJDW+N.DNBUFJ&A223N%$Y"/A#UCVF ML6[2VPM@>Z2"D.35Q%C)M-F0Y9%2'7RT@^'.1 0R-U/:#9N N@RZ)CG F/QR M1)]X*Z, DLO7\%%_3,GH" X;\")7S4.(*7[\PK.LR%DS>O% M"ENDKTB9[V4E'BD"O1B>)(ZCN($P*VD)2,%Q$I.Z2;=P+ ^7&XG[SLQ#X M,2E@_S'34&1=MFDS$5W5G-XU'/5/!$>11C'A!A]9,GW+@#3=^DO3J8+,Y)L4E1K- NK/>>_MO,%\7>\[""U1_3]?O'QY^OU#6&U4V:.=9"L-[MM\7'ECZ4[GI+A;/2>&@I`.! MB@_2V-@H#(+24K)L_.S$QFE>JUG8LN$29;"'M3KD^RWZK3<;R8ULRX^%B'LBK"(GPH[M6K,L0W30B,YD3J0")U$R=NQ8_/7'2EZ M,!A(\,H>G[5"0l,S0I6Z;EMO6HQ.,+5;W'"%\9*_!IQ""><7S2!?C8VCG:I2 M<<_X#CMM0G.P(&H4;=B$>L72A] .>P3QI[6P#Z8M;6D$SU<7"5?>GY1 Z#$!ZR20=H28-]ZMKIRT(@MY-_=[4QF TI!?TC!7E X6/-&%*1_%7@@N '$A 3 T[YBJE:UH1% M8K7BS:9H!O@\5?R;NKK\!KD$DID/ 9QOWKFC/AI4GH#:K#5_ARX4L,ZZ"G^ M*3[%4,9FQX)^.F)%%@CS!9SO1SLQ[!:=LL^>#%(,#JZ:F>11U]"XX6J!?-3 M',:I7#7',)@=,3(S:-+Y89V >A$21@AQ8^/V5%1AM5:A3/2?N7%_!KWE8'OE M7E)M>0#_\12B_LAK_7,>#9*NA^@>>O9(R82FLNS';O'$&S>O% M*%8X4;5Q(^'4YO5TP:Q4)1V;OI17_E/FK<<0@3C"\.S4F)TT%A,^;6-4$IN7#X4K>A# +|>U2B3QIQ=I&K)5X09'Q[*_"TY;RMTG#6W#WI8VZ.@+RUA]0)XD5+'@FGR);%(*6(1Z$;\=]Q7VPA/OM+:.S/1+UGF35,631*C M#S/H/RRHT[DF>K.KX-E48M;TBF6UV:K&20/3JXN .$QXJPJA+?&#YC'))9?5MJ!9O%.ZVBH1@S N4_Y)EQ%SO)?!DITWD5(.Z5Z*7H5:Q1J2MB(?!E6GRX)[M;=$.^8,|!-OS53 GVY[%CR>4J*9P29&B7R479 @Y@),J8.:@276P2.=R!H7K M@*06!66<(*Z'1%.DML_,)DA'\2(C@<%!-1YE\1NLMH|!7%$+3ST;XM^@3H MW8MX^8X4;5Q(^'4YO5TP:Q4)1V8$#[:Q8.EZQ9?5U!.8K-]:&BWJ9A#*ODTG:K6BK!*)I\!5'(K&OQ_RNH3$I.X(MOX3^2-I.*_???J]IO\'YIRQ>;9BQ1!B9I@L_"IA MW8MX^>8X4;5Q(^'4YO5TP:QA)1V8PDRG41,"2;-21U&*&O?(W9*#|:E=T MEH.M@^2^G,#:B0[OR%D^ Z0GA.N#<(=G$0^GM-GM%)74I^[W-HZCK+[9FC%T0!{W(A.N2<&\'%9?M)O(*EL65;$I69TLGW3- M 4`7_(%K5" MQY-.DB\KIM6]0"4]45XB*;R6LV;\.8H5F584AS?#LA2[N.(GNZ$U&[W A!*MS5LF>O=HF;@9K'-4>AQ+(3LMVH!(G5'K0GE1R\+FR,E2NFS%L>!FH!WY*2^ MM39UIGQZ RVB>=V/_]E M?1*G%#.(@$5,P&KC(D+WTYGS>*E#!M:7BU#O46G!]<)=B433O),ZP!GZ/VCIY+=2Q=~N/_P4,3:A^.BVPKBT.5!M\7[.QNBJ4 K[UBRR+BST1D:SS=.)XNJ24HCB7(XQL0$,/L"XGFMP[08Y,I>_Y.5(-5)E_#'<3Z'"')C.PA'I*U_H!3*I^-9):N.DIYXRCE7RO?M MX*3BMNFAYI9:&U)T .C421P#HZ"6UB\))#MVI*4=IK$>X.5:&=S>V6^B0NQ6@M>21R8GLISC\1P_!,]>,[M@W0GF#M4Z(*NY !7LE-"8%E/AG"1@3+7'&HP5 M34A.:&GXP9B2)Y>UZ0%KWX*F$ND7(V&PDLLL^<73IX[{ESE?;'O#,?W-.%LMR.Q+^[!90SMX8S99X^1V1?A4""XR "UT_"Y!26+GCWY 4MTRA[B?[_L!6 MS'<'QUJ^/&M,|Z!B!,U1]D=H.:4Z*W."P3BHAF_'UQ! *,M(,_K;M>PEA^'#D;] M&5YE%:'UA'-#^F(A7Q@N=ZBER&Q3$7FON,LZ7FC45\.%85]}EEKV2{(L*:) M%N_)Z/26#A7.J3U&CZTH@KXA[0Z@^U"4Q##NTBXTWD$R3:+ M6-SDXG/;*>6YRC3_"2=^:GI=LCI28O.#OMKDC [X1ZY\O0M/DM#)A$DQ%U[MHX?,4OBB\7H,J:(>*LG#F>MKF2J8N$4UU^4_3PYAHWE$)1,3C$B,ZO\(9Y.8 ;W&,E"7/[?R'0BBC:\2'!?=TXXWCKU>-/PMJC8I\XI$P3TMQ3U9-<<;?/^):R28!6"%8^"CT!{:7G%[_PZ.0 M%1T3MOI81!}?YS*8PO6*UHZR@K)N- =?#"%\KZQC3X*="8)A<36FH,HT2E3GPDBK\%D!9.)=1\7]3Z_?I@_"B3"FA)*69'8J MZZT2@<2IR>PC".28%! ^0<-=BFMNZT;2&W]%)P)K7AZ%'$]YDO.|ML,+ L$FY!0_MP-?'-HP?7FEZ%PO_!EK@S?6B$.Z'5"9M:E41;;/=\% \4=IMEDW&FDYC(IQJB^&!;.)NG] M4.T\!N8VET58W)@%\L?]JNPLCL$]JYNDW]P_[K\(XQX !ZUVNU(Q@\ATG)(M%DWD#&RE">9!H"$^C+;\'%'H"V*^,4#C7^BI5US-?/'F+]3"7]=L9@&K+P;O(-M3U%[^-O2]M;-M\ST33$@&O(>[\"A9"LN:?T'5;D@9>,2AZ.]A@ M#KK/:1KM*9&E8U=0LQO1.72=|-K0SETJD:VI(<$]/<+JB1QU$KY&^*TOK*'MBF:BWFQ.<+,%Z&/Y3+XR3V) /\511VN(C%RY :4-G*",J5'(IMV1H@)NGS?! M*OKB\.%LTDX7_U76ZH>.],ESOXR4KGW$-QLBGA!C$GMAR|5);Z[E(F0Q<&|2 M/ BQ.(IVU91H&Y("*KV)8L3+ZI(LQKF;|JG7(E`:.#|OD|=0VEQ8&V U!-T! MHH1-D ?2+|6DZ:%&#G1F7Q'UE*J*+%C'G!,EVA &'V4;ZFZ9DLG"NZT.(,3 M8E9$(^RWX *(T&@3+'CE?7V^<"%7/W?4^Q(DB>\|G'MRMMM7;C(8!5(@!S[=-<68B>3V\QUT.NN+@/?5\F(??HD^>;236 MS@5' L!ZT.^%K.3(&TK)W)=5<_0X^_-O7 RL]T<$!N1-E3O*I2@'!'L+:"BJMU M$C2"Q1F-0!_Y-2_DU@N=(X8RZD8&%IF,:.2A)L(NE@M^Z[.GF)(L-$&). M^%L&^,TK/L(25]RA(,-GB8GPYIN2,&BH5?F7XBOQWV:VI(<$J

*((A%7@[$VV9"3H*R,*!:Y*.9%0P"VTGC(QU"MN96$9,H:U]L_D)-DC$BQW5.#?%@WM/P0\K"> M16XOQ823'!@UW'.IRK\<&;.[0OQG"5!$38(K\,P?/"T2X8ITWG;*
MRI&/6($+6'G'89QB-.%Z(E0YP1Z&H:7>ZGP55G2KIWP;U>Q-TQ/KDIJ=Z4@:_MIS3Y,#T@/)$44CK4RNLML&&V%-2P:CCMZ)U_L577T+Q/M9:G:"C3"@\U)T\-MUZZC*&("(-I2[//$1+(@M 2+9#3N5IB5N>3$)C);EFINX'6U7[" 7\!E>M%-UT MG]H$P8'(/%>C>.Z\&>'G*NG$.VJ5>$E=#?',?!V/T/?D813G J4O)'R /\-0 M W3M]VVA"3(E_L*
[BYUST!#=+4#H&\26Y=/-M#5 75;AD:"EMT.S8F1(7L4V;U:.D!:*(PA:FWH!)(LVM"SHZ"$)[@M?27"N- MC9+%C-
Y#W';D4+QCSI@XWP&?"]4'4Q%&$LGTH=Q[.]RP[H5J.INW^9@%/F66 MVVCI,F?OPS&Z[5OW(?+'ZX9R;^0\B[?==O?18SDSZZ1"):WQ=7LPN64O(L,+ M3QK-
'^1R_$DB#@MD3U7[4PZ"5*82AY,:_,%)8TN%]Z>BFDM7N9/?<$R?4-#F\.\$Z66V)9UN<'AX!8BZ-/KD?1MGT MIL26=/W@B@2,1./+-(W#D#CS+(W#D]P%'[M0IPJ4L3)
(F1TS06FCNA\]&N6AM'E%B M=$C.U:A)W\4 *8IV6:2;EK4]P-A<,M.YBNDZ,DI&3HG1759-K5D^XT":GJ M$$YUAQD(.@K4G'?7=D%%,Z "@U1$6F%9
2#9*N#:M03&3+N502(!&F= .,DE MT_^PT2"F/_(;IV8(IN5R#@.,Is9_\,TGBF: ^"#]L48M'#$U91E2@.LH~&KIY M7;.@1(1$2/X_(99 (DOF3QH6A;$EF]2E! WK4E?
2<"XA50W=GFNQWL@EW/-MO\]HM@O\'C0T8(AR-=EG,.NB7U[| AH! ^0=7[B;XX%=2O87L4PY.I9<[5/7 M5HOOI5*=7!3)]+' ".STBD6(^92M4K@M@5/!{9"&X,!FFR^4AW-
MS;4;4&BB)Z9OQN/O1MSM[5$5GXQPO)Q56=4^1_@67T$Z^>F.5@?#*' 3/]MG M6 9?&)/:4MO6*X9/<)%U5$%D2P.FT,UNQ)#$JZUY8#XF-G_$C";1BN'0FMZY,.FA:CX\# M>B
+OJ*PO>,.)#_9R51C!2I&ZL@U$O/H&Y(O.1KKE!T3+K&\SZ(*LXQO> M1(\8/=24K98GZ 6+557%*OHA-!B":\%UH8&W8*<.:P*#$%&P+)?M-YYRVKHTO-_5I?M+@"):.
&B/@H;*T M6F>>)$B1"PX&M"3)!%^5-37W47=Z)5_);N-'D5LMK4-648 M1>RNCI$&D>Z5_-N/Q2$[%@@@!)DH-'!1=B8,$LDLY)Q9"Z-&GD>FUT"#6-TQ M]>&JO^%/E*L"
[*@JM@_A]!.'F"AE4*U3=$K4=:^()&>[V*%R;T%!!.(,O[4K MH$,1&4G"049%#5Z<1] D*D:9)KAW10ZOF=N[0,Y 6YKKL^]X\45$;]'I9.3< MZ$]%QLE33.Y)"X)GS^JHR?'T8EZW;B*
<2\]H86@2Q!E"\B7.$4VM2.O(&+48-M'!?K0NI?X*5ZV3IE+P2M9=*>XF AAZOBDE);Z';?PQ>[T5- #L=N7#GH$^6 M2&^C.PI-X%)X%683__INFSP(!9EWQ:KI2X-W\$ZG?
\7]'==R9I#>S+%NB6)+ MQ,/BZ%39KJC_;':"P0.BXD/^-'>=B_MJ44X,1Z9]GRRAR?80MYIYH*N6%U4Y&P=!CAVCZ56L!WCG,O(X=**BJK@;1O6
M(C8D)&4XH?/*P&R790O4<(PI,2;1G*SJ$\@<`%$,CO"V+[*CDOC(H7,KRC;35XPAK6* M=.]220QUE:U=OK0^4SO9^M;T"0CBPC#.S;,X%>@WBEA$!Y4DYPZ]$^TGJT+
M,0A#'#[* <8%)9/HOCM"&Q#!94G5&G*B-I"6Y]R=6%'NN56)%?I4?W/DO[N M:4<> \/_1WZW<.A.BJMP'$H4U.55=@$YH/D<9'EL)(1U1A?*3\'W9^>,;
MSCB%4B+AW,G7Q+.9XJ L9F-D?T=(KW3)*T49KR;&UNG^]K=KV'!JLU)9^=K8 ME':T.*LH?$F2P'A7&4P^$;,XI1PY# =)>@Y!BB;Q(#KU;C3P"U6:,6$F%KM>B0PRL:<@H5?
ME/ F=]AT$P M :A\Y!NE6"7E*W=/U!ZSF!!:,A?B=;'=)^/6=X2P4FV5/[\U8A+=GR;,D#!%; M0%=*T69,Q50A\E]<<{\X#@\>1O@&RWXFX, ^$O] 9,_]"9"CR+K>W)?",,!\5
MU"8=N<%=('Q3.UXR)E..C4J,.0/OI04YCB.UVH+!QD7OG<<ZV'R6#ESSB,O9& M*EZ%/Y4254@M9]@G=^/YBMN?CG-M_RI%4I9ZN3E\<{X,QQZ43+45L3&$2'O2R MHG58'-
J(BH!./RR9#^(/RQ?.,>5Y^5.O^7#LOP^5>=N'VD6Y,>'FYO!^|_G3X MK>$?'L3/ZUQTYJ;&%,@I,%KEXI]>%0RN%(B5W%J1O,BIRH@"+%+\S!8
MA_N*X>/D,%5\QIV%@!8TGVVK-3E/%\U+YV;2_I-V$L7YU=FGZRD$G$[OG:6* MXV\}(4D$^C4-VSYJF/V=%8C//\@W+$A0"$/.P6@G]%DX;<6:-
_+$78>2NN#_X2M8F\C)H=4BZ)7KS MU"1Q98},.U(\[8Z !A]$3%Y(IFL*0[*4S&;M\!Y#O\,@?_G%]"X[#3/(,6 M-V.Y,MX'ZMXFE3<69YWS)\|@|_BH:2"5H9P\-)C:0[,%:H=',_%
^7PV<,9P$E^8Y7I)X!TCZ8/]^% M>,#\7Q QGA9]7:-^#BW4BLZ=7TH #"SH^W&U9(/FM30HH8/M4&W+%)EF?59L M+_#6TJ^S1&$*M+UB7T4G10ATQU\$8 W-
TZ.I.;^)WQD.S**B1O^6\WZ:CXBCSY)R\)!MBT_W.5!.IG7]5HOKX;R=/O]MWGVG_MHS3XQQ_TW3]H(Z3#]?3KTV]H++SPTVI+11#D6Y$Y]M[2: M^3M(.FU9_X@:1"MFI?
SA<5(_W:2B.I./EX)B5&I07;%XYL.>S(DQYQ72V!/3;.M)GGS\79^G~-/.*?Q7 R7KR#QHISBWAPSRP>I>YQB XP^SN%=,;;K2V30@BEE MH70G[3 X8A=1O]
[+,N>PL%\3WPY],N+59KI':(;*C0QR7P69> S/3(:I[?QBM.:0+W4E!\8?G?5E,1MQ/Q35?2R#NUPS3 ME^H'V%V"NRQ?Y%PB4
DH&+;UB6QX@1F&T+$E_GX/;^0&-=P"\!LJ/I54H1!>_M 7K*^JH20"JA"!U(_Z*F=FWAS&@HC6#%]*TE<;B29]D%+T/+%2PO12L69^*, M(0OUN*@_QSE31-
D#"=3T+*#EH"K&WWYC HJ7=:?8,;)/HR/$1'X]HM^:X' >N(IIL2;'9*2)BDR2KX/]7G-RAIU M E=L(Q5S.F+OI9_EV9.O=)XLK_LG[G(CHN6]E&T6_YE?J052OZ"ES0\<%0Z@
M8!:0R/4=I(W0T5&A0:Q2A\64=!{JJW9*1KBQ'UZHL M!W0T^5E"-,)/V6":!Q2_BOUYX,6(\E50NLQ*)QT ONPICJ"_M 4BRL.RB^(J35 M9MM#KU"S\))?QE64_WVCC,E0N#'=+#
(4R^)02XE!*@);*U?\"J9!%87_2U[U MQ!SL-"/.P6\82A2F!?@[2FO'7_-VG?]\|:=MO0R+X3U2@8O7G%BG86@XSP0[M\H>GWYX^^2-M<_:$Z#7^\/3_M7?MOVEG:?M?L2*M-
EF!L2$WVME*-&UG,MMI MHR2=V5\-/H UQ.:S(8'OK]_S7L[%QB0D)4 2CS1J"\8^/I?W_CY/Z\CU?/,A M=470,SA +]^<.WMU)8Y%<=Z-DF54HD3.!PS-
4R@CIX(R78\+_943\,+5;F"!M*9DF%>_S/3(:I[?QBM.:0+W4E!\8?G?5E,1MQ/Q35?2R#NUPS3 ME^H'V%V"NRQ?Y%PB4
DH&+;UB6QX@1F&T+$E_GX/;^0&-=P"\!LJ/I54H1!>_M 7K*^JH20"JA"!U(_Z*F=FWAS&@HC6#%]*TE<;B29]D%+T/+%2PO12L69^*, M(0OUN*@_QSE31-
D#"=3T+*#EH"K&WWYC HJ7=:?8,;)/HR/$1'X]HM^:X' >N(IIL2;'9*2)BDR2KX/]7G-RAIU M E=L(Q5S.F+OI9_EV9.O=)XLK_LG[G(CHN6]E&T6_YE?J052OZ"ES0\<%0Z@
M8!:0R/4=I(W0T5&A0:Q2A\64=!{JJW9*1KBQ'UZHL M!W0T^5E"-,)/V6":!Q2_BOUYX,6(\E50NLQ*)QT NPICJ"_M 4BRL.RB^(J35 M9MM#KU"S\))?QE64_WVCC,E0N#'=+#
(4R^)02XE!*@);*U?\"J9!%87_2U[U MQ!SL-"/.P6\82A2F!?@[2FO'7_-VG2]\|:=MO0R+X3U2@8O7G%BG86@XSP0[M\H>GWYX^^2-M<_:$Z#7^\/3_M7?MOVEG:?M?L2*M-
EF!L2$WVME*-&UG,MMI MHR2=V5\-/H UQ.:S(8'OK]_S7L[%QB0D)4 2CS1J"\8^/I?W_CY/Z\CU?/,A M=470,SA +]^<.WMU)8Y%<=Z-DF54HD3.!PS-
4R@CIX(R78\+_943\,+5;F"!M*9DF%>_S/3(:I[?QBM.:0+W4E!\8?G?5E,1MQ/Q35?2R#NUPS3 ME^H'V%V"NRQ?Y%PB4
DH&+;UB6QX@1F&T+$E_GX/;^0&-=P"\!LJ/I54H1!>_M 7K*^JH20"JA"!U(_Z*F=FWAS&@HC6#%]*TE<;B29]D%+T/+%2PO12L69^*, M(0OUN*@_QSE31-
D#"=3T+*#EH"K&WWYC HJ7=:?8,;)/HR/$1'X]HM^:X' >N(IIL2;'9*2)BDR2KX/]7G-RAIU M E=L(Q5S.F+OI9_EV9.O=)XLK_LG[G(CHN6]E&T6_YE?J052OZ"ES0\<%0Z@
M8!:0R/4=I(W0T5&A0:Q2A\64=!{JJW9*1KBQ'UZHL M!W0T^5E"-,)/V6":!Q2_BOUYX,6(\E50NLQ*)QT NP!C

(9))/$26X,9!O)BHJLB(R20Z$((/F1-N&3K&/DN3 W'/#(B!86> MA,XSQ9O<7!U,B;<^ '170N#=K1+96ZVPXF%P,A8G$OY 9 M \HRI9.F)(S-HZO5F]OVED7-,N9H2#7H))@V$(*0D*+PBB6>)+9N+;QWE\-^ MNZONI=EK(=W6PNVIF/^NRNU-^6..*V@C*9U%I2BG0<'KK@X)SEH/* 1-&LM]-ME/W6\[\ &I+Y;J#_=L)OV '5$;C%U[>3,%V06;ZV\]-)SC 2N802F8+(;K); ML7G!"[DDF?,!&U;6(']+ RI.M6 #&.8\3:V;H2Z/HA58=;A _]]ND*G?!V[*K47M//;38QOE_0G]74S;MRXA3I MMY>! [+":\8;'M_ 6N,DX&NUO/(L-5M_(Z4M\UIH.(]2& (1U4G&#)3H>1\+ M-#T2OOL*UX72)KVC*K&OY^^5+) FBSK,DV=0?3_7 N.W{6F(EDE0-MS@> (GH:O*8KFUAHEN6Z^M'IOF$-.*7W;ES_7%UGZUUG#U=;ZH!8>3IO+YB"?T M/#L$82B^4HR1"5;2@I6&<&%.G+6..]]BN&=>TV_IN34S=A)X?VKWVB0:DB?? MQRN*VG<558'$A0^$A&-]W<-ZN]]W&],.\H^NRZL*&LZ.Q@GG[(M)'M&(H(3) M 0^^;I\) ;S,%M:!HSZPRK+,#60?K.;(9D]W;BP3I]-U! N](S3NA7' ^]4YK" M$X+T/(^.]^/HDH(SP9\KBA8KGN9@<\)A6*T@MGM8(@8Z9HL/"B4^M2]$;(MAE3?:4J4'A33L'-MCO28NL'S)3GO2;&9LSX'1<78H!2F. !*B<4;I*>2NX)"OPLG2. M<1JJ;-WA>@E DVH6Y<+=Y?CF7,+%"&TM,&[K04!.D!,S63^RAF7G]+OS7-.T;5]+2YIK/QK&.Q6,F] M0$JKK-0UK9+@4]%@HW51&*=],EWHNP5.VP +E1+1H)CZ^9E+ 6B2 R$Z_>DD_3C^^Q=FXRV=R$0(M:=B"T+6!A\$8 $5V5D+4)230IM%Z# MZVLL0XI[^]+B('CP4.XQS]>3;K//;G%LZ?W[ ]7CZ*1&ZS'6M +WLZZHS$]-M[>>O?Q"47Z? U8)1YC82>I\7XZ+C'M63G)7*$;!P#Y:*"D$T&):0W"2TWS6?^-MYNAV;DD*7U?R_M]3_]:CF=X^[KWR.N2BZL'=KI"(HB"0V!8("ECK/3.:MZZ MQ_]>$,_I:/M= [NF)9M>ZFWK48LONMX28YW45LVJ/Z_AA6%]?S:N1GPR @4 MCM6#KVU=T1+|@:<,,"%CVTMLI)=.M|ZJL"75(CG5?S-N#4ML0\,HTN;$K<)1Y M-#H:3S(Q$E0I"GQQ$6(.09K,DFF^&W1S=/>L3GR;)JZ-[G]S;F_*;R$=C*I>Q/O)1[_FWX^:,A3ZY4LZ"..,/^(IB M[5]*P;08*;3L5Z!#<)18N;R1(X(640524HF^^.:'(^QUA WJ2>LX>59OO\!) MY8-1P2#X6!O*8T[@!8F6)*NK9U&22 MR>-)D"5SF0DRE#9"0%/[EAUS$7V0LG5PLVU& ^\#5J4=/SUW5WS<|7XVG89JN M>`0EZ' ^L0$Z\I/3A!@)GI'HHP7L7:YU%;UQ<@V>DE<<"3]I=U=\W/==9]\1Y MXM%RD(G5E M,PC/+!$BHU4!Q/;53>@R61\. MV]KKNPIV1$F0-1? K*EN!6!*G\)F[XAP/6;5.L ^\$-:1=V@_FN'915(_:,Y5!0XS MLB"#1@8F.D8^% L$5K<[*!DLL]%Z;-\?>PN@09W?]V#$V59#;=O;7N*G&:,Q ML? BG^;)%'%G'&5,4;.50*$>W.H'+K@!7-CMT46)HS9NI,&U"":?MMF9RF:FIY MLNT.5V@N0'E37H[GQ^:00+Z=X>%X>3@\_+ANN%EQ'VK."R7C0.I"+E26#-TD M#V0R61(A-^^ MZZO(G@M21XR>L.LD^2*&I/L5D":L,E\_8VQJZ%FI+G0G[M:H+\_4\G&*0C*R MU:CJ&1=LU06@B-"]DI"":?8IDDG.QK~LW0591D5(HWQJ>E]1AWGURS+>E]1AWGUR\$<+ MW1.U%V*.\$])SD3)+PZO%)$<-0:MZ:B"WS'MAF6SM!;=#NA'A'KH!MQ0]0O;E2 M^RT<7+F*[A3G>2GD0MV>Y!0"SP%PM?\$@6X1@F \$64 KA4,O4_[++_3!O1,IO MOF#>HY[;G?)R\$&;X0F@#&!!($V@PN:C+81F!*75HC6 MYQ.L1[(1D[ZQTGH#G>RA[/D.\$XZ/5@6US%#ZH@1(6=/;)!TX08-UQH=Z!-NJ MYO>=; ()K(^ZH:\XU[]BPAV@)G=6Y\_.^;0Z M'W/D>7*)>PG>>U*MXQ1NZV(@<2MXBEGEV#HSZG5 CZ"K8U<&W]:F\_K \$Z6=`MZZLPG]WNS?EM=9'\0|0]U4'LZ_\&T\$O]*V%NL-H]AW3>T/3!F"1 LV%VU==DfGUJ'HC6!./&@.7M%))>M&[924J99HZVT5 MH()(X*2-@-8DHREIS;R/1D;@1N226[#FVMG4?:BI!V;?*3^R1HF\$44 V05&< M1]&D*SZ 3R0/H8(D0,2>.QMB&U)+73\DZD5+_7CD=1[A?3K O)QQ@5],]=@?? MNOW+=O*2C<,8RM]=(<=E2IRL[M68;KY8^=Z1TBE&Y2U@SG6W8_0T%(YQ-7 M3G,77.OU!OMB;&W6KKSO_[.?\RZ^?S\:)>Z./ SEFZ&]<06KK4L8F9Y90W M*U4M,B8%3"LEB[>IR-:,29H 'J1!%KW2\IRY#/ >>_/$FT*QIV7GT/<(CG-"Z M %+8U8GP ES4O! {G,K1 3"DU#W%, !^4#W\,C-U>[?N/"54QDM?SEY57%)44 M-^]&5@,Y"NZL0\$T3:L"QX]XN*WM(WC517C\AY6GOY-<=(L5KS]@1 +P=4;.X M[NPE]6Q5@X+ {G"48]T6]+M>]8Z;>LEKWW'H4IOE%7A??O_O.S\FSWH7/OY\$U MFXW#9+XZ&;.^>KSX[(IY19;1T.8!ANAZ/%^NULEI"\C(Æ\$7DRO+61N!O5D.H3 M6_/A^KI.4V4T7" \P?5G-_NK]F"\$"=>=7@,G.:=IAK LU.7:]4'B*EM9!0.R5B M0!9]8\G-L(84O;2G22-UM.?)]WI7!Z7=]YM>+@/+-J#)W +'@A00&0&!.8KH MBPN)Q.]CZ,U>W@QK2- %&>YXT4D<_0<1J!]B%*L7:]1\$ZU8SV=?)\N#Q\],((MQ%)>8Q>'XN-EY6S?(Z@[HNFRV"I:.G\)#'-('C)U"F=[ETB@:>EVOI\,:-@Z? M'O]*PX/P[@] MZ\$UY19H,D_%.!N)K%,WV60"2',BAZSH!;02+QENG FK[(%)9BW9(45DV&8>>%.A_\$Z3_\-GG!SA;]UT<3 ?"-UEL JA<,*HBK#@4Y3 \$]/%"QLS M/M3DO(IU2#'= <\$BXJU+W3L\$Z23Y\[D;1ILA"H@BDU,M)BI<0=42(W&05>- Z MM;XP[9X0AQ0<#HIPVZCP87A&Q"&1I*RRK-VTFI-%#KF E*#]CXR*9S3L763 M_:U!#NELB.%QI=YJ?!"VO>J6LQ\$GF%J6!&Q5HC6#WI7",%Z#4E\$ MS5EF4LK6/9), 7V4F?%!V8O6I!\$G3V=(79^]%TDOQ\$8Q:FF7FFF4#%(*1GP MG@?/# M,M&ZW>@1G#^Z%,2U4LA^'^VJY6.[PQ)VL?GD[@T47\7B_%7VUNI7%_M :[NIA\7.#M\OR3/0M)[_I\$BUE.)M2M-MX;4U GW*[^&[KB;7>;@^64D/Y^A M'"4>T/! "8:/1'\$C/<1<-.A8&-?&9"RMF[8VQ=;"'6_RGO7%S9#]/7X4A?,2 M;3VC3X%C)"?MB\N)I11LZU6\G0 /S3TW9]\Z[!P?]39-L3>!?*W,B45;+V2" M:#PY#5XK3\Y)D,%QRTRPL? D.B&VQ#LW1#X:'.RFUGTC@Y&B'DV-&=(\$'-9QI M)[^[";)6>QBNG7'QXOCD\1'F4)+B"]26M0\Q.@=@N%[!%!\$\Z"K[YE6WH@MG5 M_/Q"FNR^(C%CU=6[9K2),Q-UHN"%>F64< %\# P8B GP7L[ZPIV/D\0F+S"\V&[MPEU1!*>HVK[HZ]4,(6>0/)"354ZHVLOLMR.:TMIF/_:CH4:.GOE[\W"%UR\$\$ M99D6[\CB39=X M7F^Y_/GSR:3[7)4&HR"VGQYWAQ M\&)Y7W2'.'L[&W>SFC3/3]Z^.CEFOC]&13-K6'()="'41ALMZV&8!])E(LMD M"B4Y&SG_>]YXI\CFI#&ONMGJHH8/'25IW5%]XTKPM>/\]-4C'F0@+TM#M%'6 M Q(\$,,,4Y!PL4]\$(O'K\$UPU#O-=KAQ#U]LZ(2V%/?UII\$Q&?O?O\L!4I1HK9 M3\0P2LP+\$T0F!UOWPG%1+YMS]6(&IQ0RZ^75_IL;N7+GRX80!>^;(6TUT!C#2)&\$U_*(T(3IL -BB7F_]8@W1?&X'/"6?+DT;?:F ML_[FT>EGYS/\': (9ZA\$)AA,>|@R&U52'(WCI%20KG. \>#1L:WYM!.%Q^>Z^ MR-5>6_TQZU*4<0[S4DPJ1/9%10[2QE'"%\$V%U>"93+C"2DK4V;&^W[@;PN#Q] M;R:KL)9ZM%;!9=(C2W5)IY'\V4NPD)BM4^(0T0>@ 56DK(Q.KXJF6Y[\W!\ M_B4\$YT0PW"'Z"'"8@(H)W-&A9_TMBB8R&+*_>5[&KYU^+8!^^OQEKMG/^NRON M 8ST!= C=,4)C90<9B%K6D&Q?RP)"' ;R!#1N1ZL] 4\$@W; ^>V17;V4]3%AY M\$6UP#)GP G3*HJ[' 6? Z2\@A"H=%H%#;IVH;@AAT\$+ _=O6ALOX(J]%;A,E9 MG;]>L'}V?(6P.AB2 (A Z902HA# :("G%()#'1C;/EFY^;V]S:%+]9>S]HTA M8Q!2 LYB/4U;D^IMT,0\$%H(7F6MM=YXXZ]X\;\$?B!4;SY6=5;,GSSYRWG.3 M;00FZL4?AN!\$%QRX9#VWD]:S%VU<^^!]]: [XL;WP>R3\$NMCT%*)/-H=Z>AC/ M=0>EBAY<[9EBBMQ(0H+KM[>9M[UYT,YW;W1I9I]9MX7UAVL,R83BR&P5\$N9 M41X7!Y(543)F#,/MD]#;WKS;,,\?O,&R1[\$F!9\$19-TB9%B'R\,@G9&D:I) MYNO-%BKO]=I!>]MFG+@\07132Z/9L0;?1555QHNDD1@?^]H//5 @B(X&"V5 M4%PK9]76='E<*[0HLEN:FBUN'UG4\;%;"HSY@W3'C(% C1<]L"5)'FY0JED M)N1=-NU_N.]I[^UV^R%,CXK9;W??R0>SX[]WTXBDAY.^VU_42Q_?)<;65_/> M+4\$?PY \$,@W)E +*9E?OAT(FD6-M;QVI?;O!ZTLG'7'GCZ4F/^R6\9%64ZN M7PYYVM;,)\$C1P*UCXQ)XCX*6?@T9:Z9NU\$2*W;T>\#<- A42/R7.M7[TV# M_64,9Y@O",%\4[^*61\$2!M)P2^95N'IKAX22/<^EWN?!R]93Z=97#SI6:LR? M/2AG0]]W\GG] (X8Y_O3=_P-02P,\$% @ (DX!6=1+N8AJ,P ;%X" -14 M !A9VEO+3(P,C0P-C,P7V1E9BYX;6SM?5E6T>R9N_

PR\GP;!QJ9$[!P>?),/W[W:"F2?6^805*,>N5#TU3>?&NSRW"4"RB MA* ALWI45B_=]MG?()7P-,=**+E:NGMK9-L/XS8Q\W!?,-0ZV?H*SM M$9=B#/-D;2*3!U%*

(UW(LYN89@.:W-P_V1<;=O .:=2(;HBE9R@3(;&UO+VFR M-L:"P61M\$5S;)WQ?SB\?2!,YW/:KF/:#NCZ"<>342]-,$^=A3_((.-/G_]8 MU:

*<9[I*H86R*M*IDEL"E(D!CECP8+"6T#NSO!;2#CGD[M_FM\|H6!FL=RGW$ MT?2(JG;E6$!;W#Q5+#,]%D!?TT668,&1;PN!9Z6S4-,7U?I4+',';Z9&2^YW*

M#NIFMS1/-7#)USDNIEBR+C!@A7%0# Y$[&@N=I+'"SE=IAT]_&BGM>\MQIT4K_MN_#TE^GH|[,*2QXS7;LNJ3?ZV\D3-RT!$X,P54TC?

CH]6]X$4'>1#D32GP]F^VYOPM3<)_1E06LYQ] TSX?SU;'(VPG?C M\5F=Q(]DI+B]J #%:%ZO/W"D16ZA<&%C-IEV3H/8&V0SXZ>W9JQ__^8BMP*

MEF=XM_I^'PZ^D5N)LQ5H_&5(B7KZ98#6)%6WC441T_O76F?::U4Q>K0/9PR0(DM?I=3X)S3PYYZT;@&Q7PI=1LC\$ZN-B-MI.|FA(LGS?

YHVGOSRTD8+,.:)C"Q+YQ@8Y1W4>B9PTB:0AEL5F8Z6M6XBOS-A M7P;17M^]87^%64NT6Q]U\/=U82\R[V>PYY+^\OTKULV_+!.?!5+D>5,1Q;B._M+@B@:4&!0NW!.41

9S%A8DS<;#6UK#%=ARB?#=']WR]Y=-(^89I%0H(/Y[=F(MD_^6KUE$M#0'87RD71>UA)54R2%XH0!>!_*IEYU*7PYJ<*CX3Z,+BZ39,N M;5ZQ@ZW$?

*X3OO=.ST^N;1R350M2C6)@F<1"\|Y9"%1*QB@HV 4*W>B+1Q|\CCY)T?K6PZ=4 5. M!RV=X)[fY@6$5[":AV6=ERNIGF\XQXNU;RZOI1=@W3;CUYU2=',6)V*

M$+.O%2X4.7H=ICVY$[D\4N32.G1_#LFK:]E\K>35=0S608K.HUWJ7_[KC&+2 M=P.2[6RJU9LG#A<;O9^&_?ZOPU']HR.FM$5'_HYFQ=!@%N3TE-KJ23@6:P-Y M9&E?

@L1'2(,B";\X-I'#OSW)))EDB8-R4D!$;D'D?.^CGMOQB-MZSZQ6QN@_.)%EBZ_0'U"(KMPN]^M*#3Y-?QN\'L';>(LY2Y*QE,YE5.+2#(-MR* XHS4CC)AZXR*;F4(S1*

MEY"X!;.,"TE9(\S>G NN=O+0-K)0-J 8!TD_74G)UFA8.^JJ"(F:5@)(#U]-M48H6WU C2IF\CM)),E<^F+%T2|R7X;23X;09S;JX5FEKSBQ'GPVG19=S)T!A*

*M]N#0U!T56W(2*6((!S.>[HV7]M(*-^X'G#I(;\,$?PV[T3]#_PRO#IZ LKAB M&"0O??67,H0]JO+#RL"!F, MR8+!$_3L<^A]>T1>R/\RSC>SW'<)8/?L844@.H[9 M(DAK*58SO$*

L14 .W@CD(F$XU.VUE\%H(.Y2PX?X@[>V0C'#VM!),>CMAF\ MA,Y;6C+,,0N3-0/,USUC'#3//K3/9"\I=AO)_#N#/V'N:>X<,Z2%4J7,,,)N MM7T!G/$"-

*-/DHSM(L%M36\S>W%AMW7Z/U\?,?LR9ML?[^(B]N./I'Y\5;Z[RZ-MJZN1XN_/^5>BF5K,&=@I=00/)'?[C0#9$Z;$DQ"L3=++W/O]*_=*,L1@:%U0*

*M5M$RD1#!RVP@,F]2,+X$]G+AV799VEVYUSK&WL]R+\X];=_F\N]UK'%H93+K"+32[G76N5>:]%D&W4SC[^Q MH? 7N68LN).*U5ODS+@'--*

D,Z,#=:'$M/5]+7+WAI5KE7GM'VW5,V1]1^+#W\ MS5VRM)#8"+K0]\)4."":3[7!/;)R=:J%V"NUO7KZW>77,>"\%%>77T7[K*P?N MZVZNG;91& E2YH*

*26)&*SG(DB)*IHU!MA(KGD%W^V$"":LRQ3#<0!*1 M:YF8X?EPTG^?637??@ZD#0AVB+E 5T1E'$N.4H&1-%,H46\KL,+5,BMGO,M! ML,-*

)%WA^U7S[.9PVH]EA9N;,G5GR6+ERRH#TH39 IG]%Q7V]UU-Q:7)2_(G$ M2WMIA;4RWD0)SF#FP$K(M2R,AA%3'D10O$1+O#3-.,]?NEPH.:'X\F&VBSBAX

M4+'O.AF+)95Z/@.9.2EH;K#40R(Q@O-"A^,"<.)8VX0^6:KR/C^% 7HNY!S5Z MUZV$LARM" [)O0N, B91R+VKIXJ.I6(P8R'T6\5/.!B7'<)8/?L844H M@=RX:C^1(OE76H*SPI)-*

*M:#HA2*Y>#BM3E^J^9[$8.Z2PX>X@[=:/50FD:4+ M'+SF@28R%_%JX%EASI*8X4YG"+[EVJ^PQ_&G;'W,/<,'],!$U)S24X)0U2@-MA(_@A&>@D4!VXMY4\TW3X&)*

*]6F_Q'(P@QE:DX;T;U-L^,?_9FYS0 M:\"&";X;#7#I#?S<8#_N]*9=\NGK] W#\N$KB3;5NJ-JP&U"[Zj:<&?]WY[J M1/0T->=$4YO7!E2N!SA"&1"1&T21N,2]Z,;Y?O^J$?-P7-"(*

*2O)NU;M6->+>78=TW9 U\5=X-.08Q:/+NXQ M1\S'S#P$R%V.I"<%:#SH51Z"\O0F];<6PIF#_>M.K?UL M#=5!S<_]m>-;R M1)*2-*

PR4($3N,#J%?.N:!,^L]ZYU+M%SN+YP$R:U,]@6JZ-E]H+>;B$+Z4"5 MP&@&Q:2=4)(:;4L-T[2GVMU]&.HT5+[#<^_I[6$]_'LU$Z(3U4<1?%N59C M3L8#Q]F-

VQO\1@2+++%!@GI+F?B52+'_'N'!J2,<0M.XXD01HR20HBD, F:)IV7&9.6<,\N85B<_P M&&(=EG9X#+&&L??E&.+=@&8UO#@A?5__H I=MXJ.UH4C1LA<8ZUV1'",)//:

M"T27T&#K9BCWP"1Q3K\&/8C9TZV$%_FWA>*\ KJ.3AWN!f>8(H9D95Z/'M!C;8.E$4C\$E@E04HQ";HP ?:8APG01+Z+-GK;_0VP%!'MBKWPT_UE%]!$SX

*MA&.D!YU0U/X6OV%_^+5BG#O2BUA;J*23R0\4Z_<++;8R*;)I.5EDGUYUNQ8-M =;V0]B&AKR]*]K4"AWLM/@&+O^/B%\G4)}U>-)S>?ZAM=:{@T(*ID'Z344 MI82!X*

@S5]#PHQGWS>\A7@G84R)+>TMT,^LN-\B$MJH>0)==P55L!R\XO2E MY*!MD"&FUGQYPAMDFX1B'1BLXPVR]\/QF&*)*=X--KCN>LPF&U0/PF]TP?1Z*

M,.GE7O^L#OW/F,Y&:!!+'OWR?9>7^2ORJ]CN;3,WWH?P21H/>X'C\<0[MDC4: M8\U'8,:Xj7,134C!.@ZF6&E=2#(YOEOC;"WVVS:$-$LR%3)(BO! LT*6+KS5.Y%=.<)>*

M!5I'.VD/8=M1/NZ^D&$EDFYHR5TP+FOK!+2^FH(\>*.8M$X1"K0)91<5P7|2 M3'LH@_90B;,,>:.6ZMJ1XW. R]I6@B4RP[<0 Y<:>;<6ZM@4<CJ+W&.25L#*

*MK9PGNXJ2MYXGRY/,I8X18+(FUG|"&+1V!<966W1"Y*D|\3S93EG13OFMAAMN("^/AV> M#29',@=IDTX@(R/%"'O .V. 15:$4|@R-K^RL07P?>'8EOXT]H*?*

MW'3)F+5\G0X2\A\J'HDQ>B%9!E\4!V6G?8F#@ZA[<$6+ MP/R#)T3/HG1GW:J<=13;L!'4@W?FY1]X!T]H0B!<15&@Y1P#5(Y^HS1G5]YD

*M\"= 9^&=%F^EVMLFUYT58A661;0:(EH)*GCRDR(R*#H4BXGB)W]XDYU_^8_KE]!0<;?__+__5!+ P04 " B3@%9?@CC@"31 !U? @ M%0 &%G:6\M,C R-#*

*V,S!?;&%B+GAM;-2]:V_<.+8H^GW_"MZ>@XUNP.S6 M@WK-[+T/G%??*03(W9ZSB"X*/"E6#-ER2.IW/\^DQJ4:5R54DDBY(] TPZ ML26N!!46%!?SQ_[W]!LU>.!EE17Y?*

__@_NS\ 'A."Y;EW_[[AR]WIV#\P__^ MG__XC__Z?R#\OZ]^?P!O^KJYXWD-7[<=7\\[]_N*WK^S__\LL??_SQ\W=2KG\NRF^_>(IC_)(__4/W^/>#Y__P MFZ?*

=)$E^:/ZJ?:3*CCTHEG5_:,^;?BFM_P.PRRO:IQ3*:#*_EPU/_Q04%PW M7)_$'YQ\0OX+!HH]^2/H>M!W?_Y>L1_^YS\ .-E1%FO^=_O?+Y_7I\V759 M[!T]L4PDEFXHL?

*S3*6"_G(&^)7SK0UPM(->0^]$6CF;|_6@-W1NA(?C\"__MG(UR^T&]S=E2W^X6U-FHSX^QK<^BJ/%Z@<6|B!V.\EK^X(/X6P=&+C2B3!LX MG>H>H,J_USQGO-*

*66>TN#C/WW#^)OJTT%OV%\O_IR 6LACLI+D*Q>%$<11 EZ811!X/81PG"22IG] D M^A$]N*MZ^]FO> Z_7/<8-FBN@1?5_=OB M;@OYOW[9$3 /8|90_\O;#G[_B'HJHN'W*

FGEWS=T5YC==!\5/%R;[M. #H&E=5EF:M:7K)_KZI:HE=8,_KSSJ8L^G"/(H%B:X0R.8)VD<4R#B.0L M#2!.^.CC))V5T/HR51%&-T!D3ZUQJ!2+|#EWJY(^"_K\W&25I^N@^D*

*M01KLL+P DU[*GA^5EK2U#,BNJA"GJ_A3_7^-A#-CH?A8H6)!B8K;FX^.[P MNRE>X^KVJBP>,F$?OWK\4G'V/OITS^79E7^[I'7VT*!]2:JZQ+1>!=BCH3@$ M8.2$5!P,Q(?B7.*

*P"=T$\$K^C@HRP$9@#X0&*GK\ =X2\&>]@V*6#58|(IY[V_0.AR<[ML47_M"(1!BW%W(LA?2[1!CS<@C^#'+^V>_02VV(,=^N!K3X!%TWU,_EHZ,69!<=&S*

*M8DXF/STE9H5E>#X\.9RD|;0[H"XIW=QMUM)0_K44V.U,7XEK>WQ)DS)-G)0% M40#CB,40X<2%L<<<<32XL>?S@*84K8:NJ&G=8@,O@_N \55-M8U\NTP7U%9*

M+\90(^VL9+4/L 0-FN#)!FQM>:.OVNU76V5\5G!:5M/:9..:K6ZN)DN_]#@$B8^D$8^PSIF.LG MX,QL\ZE(08,!>/O]7MQU>.,:,,"Y PHR2D+#&4X4&5BNHPIAJ'M?4*

*MC:>8J;.M+++\(3WU|_"^_!.F^-D"!A H.l:9MP@G"+&F74U 6U1<3I#[5 %,/ MF\GTZRO$*R_9O7M:V&\"3.MO!0G?2VLMM>;LA2YW(I0&A*4.C!,.(.(^#&.*

M4^9!YHK_(9>)OZTH,7UHA$X +@5# 87[7Q1\RY0,(#2B395A6=R9)AZ]':#!#4OZ M0 7BHK!@P5/]83.JWHZ@_%,K/X@EE/SHQP\/^_Q_M/S=\I:ZE%^ S%RMG*

M5)A)\A>7.=O_P>#)-N?D?4Y++>U_Q;_7&XYF]_8[O17[S3]+D^MMFG+Q M;&0)8'/"'01"<6=W!5W\B#FT(:)RHD3\-3E]WJ;.:3&M@Q=%7^N .Y&,5,B(/ MTN?

*7@I1NV,8G*ZW8YB]\A[;F>;?L!BL>G2]VVS0UF,#LHG7+#A"\ #O<0?N(MW,^=5$W[/&2;9.JL??\.U],$\/KG%\X#*$CI>DD(=! %&0 M!C#Q2 H=2H,D)S,4@(M>Y8;8874CW*

M$^'@"F?L O3XS>RA,>:0->^-/@8+>W:,673H]3%?2O]V=U-BJ4*O'^](L5XY MU D3$F'H"XT%4>)Q&-/0@]1W7-=+8L1PH+$#E:>635UL$ +3$VS'%(_?;,(_H"*

*<2G++5Y7K=+759EM*N:(ZR M+FE;X>.?6F-N3'=Z#*?H/.A<32HF&3 N)#9IUY.94V1,3$!7)6Y$JL02W7E' MV4ZJ@A=>1,A4R>ME3OEY2!&4>8>7M-[@!?*

*I1&CJ_5]N4DIUYIRB**FO-+)(2 M!9Y7;12QQZ6QX,!#]?,@74M=114X-"VKMIFCZ\-5Y(LP;YT:MKJ4&PFT$H#% M!%N'W'& ;]VG+^CB9OB1%Y]'Z]Y+,XNNO+I^?/M)X_3<)VE:!*

(VIT9.UGA#+ MY^%1(WD97^EQ03C %#"3C^@/ZG_GFSYJY# E>LN*\Y>[?&WU0_^A.O MS_SY2ZA @H7NT*H"'0;J4G&*^FGYL$"XGJ1,T R^2O"6Q&>".'-!.K7F8B(U*

*M0=10N*8>,-B]_8%+5KU>%Q&N-*7[+|[,W644;=XGRW>WD"G/?W!K H($L@W@W MF;!\Z@+\]O'!/9!(B%]L2E7/Z005%.YQ5OB@>8M39$'G[1U]9NDU.Q*<W&9*

*MY2YTDZ3M7>>FGS:+]'06(_[.*VE%^AMRY24QB3T2UYLRY^PG<"_@ZX4WCO!'+7IQ*M5ZPMG=_MQ1I@7?SAXT@&G7:#3(,#(DMH"B+!E19M(.G307'[/ MJE40!A$/ P:C%%&*

*($*8P24D$24@](0#42S!5$<#3(&86P#9G>]_9)\&>/A54 M63,N>W8(UI.]^6AE7J^TQ@LS,\U[L,Z@_7R=,TU/JW/D9M?W2=$,QJ06)SO,'1E9@2) M D@+\9R[!?J156ZT#*?>*

*[[,6<;VK@OBQ3@PQQSS>HY+;Z/&0BS<4O3 ML.]Y\WF0?[]DBKD1*VR5MFG!7K:$S80M!Z5]1HN8ZX9^^=E3.HP>R"H962=W MBTO^2B@\=H4?*

*I,;;4WSK==>P|E.Z>_#I*M6KQROQY3Y))7)H$$:RX4Y 31RY$ M#*4P)BR&48 H1R%) S?1T6'/0L7,NG"8'W9=*WBP00WL17GZ"COR")K+)K@1*

MRW9)JETO5G'ME|U87QL;Z[%L9#9P),)^YW2CT-.WS?$5] M&OO%?QMZFK!!/L4.IR'MEQ782B^]XG4K'ELS\I82T?)\|"PZ)'TK-OT|&A[M7F3,CL@W675?*

5'G]:UEL[JMMFK3TY15YG>4;SG9ZJR.^XV'^*.YSEJPC%3LB1 M W'J$H@2WX,$8PY1'&$JQ @Q:0<,'7%K+B9?IE5(W)/"ELW89!X<0)HA(7=RPE)W5"KU\DQ#.+|^NS*

MJ[P/^:)FI9Y-K9Z@/JU[G&]_"A%%NN-#V$L7A9\DLQCU;NG'S9.'7E2SGOH M,EZ1.$$)(2Y$;NI!%(HK:1RY+]J281X[>" H-VC8K@);Z2, ^N_6ZG;Y52KO4 M$VAKK#%-

,7G:PD"F@1V)'EE-.U&FV%XBRC3(15-3E)EP)%E%_5V#|)5C_8VN MRJPH_\9Q=L(/)!AR7G6TR7JU(@FG /1\Z7N)#%+@4$@=3&#J<(A)YC+CN MZF*

PSWCJ@R8.)LI#O^=+!\H%N& ^=C]4O;0::U"7KMGB\+H"[2_[K=":Y !#3:@0P?L\)F1>1KI.#,RT2Q1QU): MCB%=HPD[NFLNE\IC2.U>DH_I&F:6VUM#Y M(>2I'PO]RR-*

*AM$4%&HWC3S*$O&'SHU[M[<68:R*_]+UN?@)Y=-L4I-9/, M(OUZRK$'+-V;+2"E"3; P=?NOL$:A4)MF2,34%,U Y3)/VI";ZFN%$KO(_MSK-_=4'+/AE##G;)V97X?*

*OJ#XE/Z+LMQ3C.\WJ5I[+ RON^\>,S=T68AA$D32 M0DMB&,-0YA_C,'83#U&DE4YC&\&957/RT-4O+-GK+3M": MB;D'<|/F@F/+RW:BLJ2*X023#&,'<>!B. $$AZ%D*

7,H2A%2+K:].JQU"#/ MK6RWK=36C6=IW<'5'F"HSDI33YL%EEQMSWI/K=K/C>GTVV"^-D\;Z?@/K/[M;8(=TSZXJ06,FG639>QM,D_:D=XC=#@>>]N+_#6?

D[7F\&N2W5SGP7YWCL,9) ZOKB ^)',_C M)C!$(4LI-_6)HQ72'H4VL^1*V$!#GX3BDR UNAFI\8NM>;/&A/T9'= __WI_ M@SEN(S$HT6C]QVS$M>OHP]WTQ%5[R>X(]-*

V4K_^W6.OD3#GU63HH/^6#T6!E M5LF\3?'/_^O;.OLCKS^E&/A)&@G%ZD#`D$9.3T)G/E!]\MSHWHS$KE60>>G[V]BMZ9%[UFEX:Y6'G@_WKB)BS?+"=#3]

*MF7G/HI,5EVW7=(]@@TY-)Q\]T2+*Y_%;RQK3V'-?I4D#[,$K\-.*0H)@):X$W M8SYC&/@.75NUW\SPG=8F]6!OM N;CE&[_3)>R;)FN:S,;5:9^X(348G[K'U%CMO*

M1X@9GK9CCYW;OC1CD3_PJN:#\5=-]XPO>597EI3.>XG&R5.E)<[!)S1B#B MD0%&%.J4.6OA"SD!LL@;Y=%DHU:?-G55XURZRU91D#(4)!0F M@93](S#H@YIA W\-!',*

@\)!6=O@8L)EEN@4-@G[A0[N.#'3/RXP>8GS5K< M,=811%,N[] P#67'WHBZ,"%N"@-,?3\-TX""WNJ^<3=>U!BLEV7@4\#*;'S% MOV6Y3%&!*^;/B!L\[*

*M#XGD>DM6CPG1&#@MA'(881@'UF2.8B_VX8]_;G#T'-M\WJPRJQ[VWYN_)-[9RQQ0F]4Z83P>M6!%O XLS9@;98&*Y H*WZ\#%0RY:) M*Q!]4"VN\HYA8'SOP)(-*

*U%;4..0E;@##..(0.2> &/D)I"_6$$+2E#'7*Z1] M &N+]63!%AJV\)AIHV/:(FM.<1]^F?>CK36(*S&(T]28JM..HA@&4CH"<) M/(A=GGI2(#)T\T=Q.CF-BMK?NRY*

*M+LC@$9;Z.!+G<. Y$+F)"PF+8NBE*8\B)V1)X"B'E6QC-WM,RHG:3J>RIL1S M7+_YET;8QOIV'*$2VGI/>DI&(%Z+$"#;^?>VF+1[5$^_KA!>,WZ M/FG$YIYSO\P">_/LFZ4*

*X5SL'(TN6@>Z7&AR+G|MQ35G V*I0TG7[EY6X:|I M44)?M5:)" M[V2S$J5%#"/M1WNO#T]@^7CT>]G&7V74?-_)8Z}JW5|LTY'=%^:MXMUX1C&,>_M^@ET,.*

<0!:D/L1.ED/HABR/FNF&L564S%Z/3(+.1%\V6X>;r:Z9%&<\M;=O> MJ7E'7L.Z)T3PV$;>W-7AB5_Y]$<'[-$)<&^UT'?K.I#0$64P%F M9K&M+(&YT%PV@6!F9A_D%LP-*

SX83>5L9_5$PL1NMYB<)PL1'T'D:HS;E<|CUPM9!(/0\2%BKE ATM,= MXQ0G-/4)B[7;J=A!:V8]L\4&X"TZ>HK$$O?5M,WR/-5327+">-/QO,=0FFX_ M2B1!EO\$=MS>

(=ITM^!0'4S' U#|:"VF7-EEGR4U9PFI176A748^59B65S?3 MJI^EBW;#WPG:C]W_=YH3DP3Y#H9)ZD00T8\"DA#9RCF(>PR<;W6Z@RH"'=F MO=AA4?U93OFJ.DU-V\W

"CUUUB$ I^ K4?SCZ%'J1/=U;UTA8S#<7DABCB5C^\C-+ M?A.T/&/&X!->J$FZ.85Z JU\G+;0'J?!DFP^67Q1$3Q.V%-),_&4GD U0QC^MQ]67ZQ5'/$;<)S#$(8((^XFXCN*

NK&;)F&"TB3V5(1HM^3,@O/EX_N;MV_ M]89Z3)EDH S2GD"4^R(CYUS!!-9+1E%,4]H1 AE2H-L MCR|_\X<_@

<1OCUDPK@(G$^:GC@,0)DD4QV2IQ%^/HM,I_BRRB;JA9I/C: M2S\|E@\4F,]Z+!IY\ZHW7:957QNAIXGQG&(2<1ALS%CCC^FM(/#T&?(,HI MHSSD>DGBQZ#,

[<1OZOOS(H>]JQXW"!AT)3O@CZ)W_ERJ-3WR#<$MO)E\|&,$ MV6R_=0!C^=Y9I\@\VOCJY,-Z0LEXMGJ;UTW=\/?W3,9 MESC0#^7,>>XR2&02A8L)"A+?*

(8G:43T):6,A;&'+,G)@'WH73U<3TFE^C0NJ M52!3H"L1Q Y2^5IFX9)P$;I7C>XLO7"M^C+##VO"C3YE|0Y2BHV39>B,3K7<-$@B$<$01PF$*(T<&7(@>YX^*8DBCUU*|!5*

;.?! ,P>_U,3W#"3C)0S7) MM.D9/5D|DRG:.JQ]261G@2WJ)"K$O!4{)?7!LYI7L4WGV(4A5W'LIRP-/$A] M3QB%*?<@9DD"DR2BS"74#U&ZJ?+(O1:RD'_6((&=*G,[":.6?XH-*

@F'5E. MF#C&5C4M,0^S|/3%1.+#+E7K44]7G,..FFJP0K.>)M@G5V8W-=4&DRYD;.F?I,V2D)^&LZA,3Y+[M5(2G7S"3V"_7VY6W-

DG<_D]!U.#]"Z,\Q!ABUP|@BEP&8]Q8(CC(&)A%"5$2UB'B\LGH,T M<@&G.,$.GX8;1)K2IB>#RF09Y^8,\;>N2FIDBF_R3.8(!T7Z4@T09[M>%^ W=;MH=[T2]HA#*

*I;8]_6K+V,'=09HO(B=-)S#\:P[JCG>8W8^CT\)F0_|-M@L-&9N?A_LR2^<$9-I/H1[6,%C5C[*L6:PM#I+&^D,T1!@/.(P0%C9PR!(8*

*MA[X/8T]0ZY(4)7K%*Z/0YDYH;$"'''4PCXWB<7VK6LC4NZ!U:V@S0[WV@0IBM M!@:CL);M0J|"]D$K ;67++7N:GI67:[7Q1^R*4G5*)2FKXD0\<1S7.Q@Z&-Q MN45(=@9(.*

((NQFX41)$?N[%*,.H]LRQI08P*-L*\BTY^*L;^AR;B>I$8XJ MV+SS\4E/)9SIPM6R/H=,TZ7P\^R<.[,#EQT.OKC^6]-D:???>&EGR>7MO3=,Z MV7E+80GS2:6_-]

*JV8+N))8J3XDZ\/G?FSG!N:0M:?3[<*8K'M9LE8C5OXv=T M6I!)HD#66<-9GZZY^'C6$T0=&]!ZZE%]H;HIL>R@?UF6KQ[?YZR9Q*0J4 MG3U0W8 <=AZK+F0>AX"?/61L@]?*

*JXG64]FG9.1=L/<%2H+@;JV9)QL;(.Q*P MHPLN)EUCY Q%;_0YPRS508LQ.6) ^%RF3\^AW_UJE'(=)&,MQ9(B)*WIL0YPB M#@/]\2",D\.C;/7_2U(IIYZLJ@M;Y;H<(.%X*

[G#Y#UXW!?ZJ+6S-=%559B/ MD%&:A##TIA"B.'8@1FX(2>PX9:>ZX:1$NKO#*PTZ8*$LQ+!CM<;/A?U/PF M=7DUQ;N;?J8)?- =9DQD$NL.[!9FI7CDH*

*M**\>N\FZ\M!\5_},;GA.'QLG8>2P-,9Q!#TFG:I,3HZ+N0L3UV<1"7R'^UKS MXA1@SJP?!F#!%JZ1>U6%?VK*PC)7]/2$$4.T%80&B99T@PK$1=6"!@N>:@2=*

M5TV+1,>G]P6N2R+D0B\,.$1!PH4>B!#DG#J,4^1@I-2350W%U)@P<5P3VV:*G \|EB$$9]>%/]5:TNUV//Z:M-

*M)4!4E;BE44H8C;P81A'QNO3UR'&@RWTX=KL4G')+$(6$40K?)P.54R'V0IM!G"#D\|G#L*?GMCR|_LV$] M@,G/>.M.LU9EGQ-]PFQ.GY[4 I#Z19"5!RQ.*4^#(F7)B@@;LPB*

MG4+QIP 62;G9U8#$JSN|/8G7%$3NW-HU1.\E)C&;^=(M!@/MQ*]P-8G^R M_,+#UX\3=SAP_<15!ID;[.\WAJD.(Q)'7ZOFE*I9ZLG'9PBCZ|(PCQ)BE9*

P76BX/XPCZ>\D?QWYO M=N:\SZ7)#?D1BSP6IQBWXHR^U>S)5T9+@G\P(J2"L5Y$XA3R(DA"9(0\AC% M*>51X#"M:5'3(&>6LAT"E6"(@6NJ9U2=GFAZ^318(/VR:5.F:6S3*

*'@HJ>; M.@.>GG<:;QJF@S#6U)W@]17.V/O\-.[/A*DV\{>N L=-TP!3Z+IN I&3QC#A M<0PQ3Q+7Y]Q-]:823(.<_6CM$0#W @.8Y8"V.&AF,4SS3DWT{7)$]QC>,D," MEZV:.O*

*7>R$*B^D+RM3:2ER8!KALRH(R PZ2%=3?-/3VXD>9"R%-[$MV+SS\4E/)9SIPM6R/H;

?'/;US^@]=-WO?NKJ\?U#3@OWK$&H=#6T;^ M.,3H)\G7+5+=8/H6+5DJOD7,,L34G#$6PZD&2"P>:S5GU+% [!FKG1%'Z",.^ MVV%(.:9!&3N++_#9($K"%!*
(.:I"3@"!&$NQ[1#N0\!3*S.9/WRP&-[#_;!! M.&"+1@3A'&(-0@B[Q(E9YD*-DF0SBG 8_DPPBDRC\813CYL)HV?ZEM>RN!A MR6]ET_\'_CZGQ1V7[CQQUGY*;_#W-
C%6_+R4Q81O>/O?[3=*&$1J+TBA@QT/-MHCB(8<("!SH.;]"""C?\53B!],%D*:?,PDK-H"O+""TJ"ZSQ\"GBL_B MRF9:4EH_N?A\'H^U@8\HPQ[#TK&=8-FS(9%W+PJIYX-S:S9
MMJ#U9S:?9(-;K)%W)6Y4*=2[!"H$6QS6?!+7XH.8IHH^-.+)Y\QTR,;\JF M_=C4]?3#7EMTAI72<1I&'$,HS2D$*4T@N+!:P2U790F*$#(T;)A3D*:,%S
M@]LE<1HG;I[F%/:1BV5[U<@7?Z T"F&"!,]<'_F(>1$F).H]35>Z4=;SV+;O M5WH*W)""%X/8*<'B0LD^OM#-OFNMQ-_*PTIC"9K#VS*NI0V@U9QLN^]\]1:OW
M&_6835;1V&'LN#Y;@]=Z;FXV=FHUV3']Y];=MHP +M9VZQQV#/MOG;6,_IRJ MKA&]C"%>_(AH[QZ4\B6@RODA0%%$%$'9F@&Z20<"^$$0["E .,'T=*?:1'-MH;735)WG!VU?
3#9$FZPO>8VG^ZEX'<-US"+8!\X"$8N3B""1(AF'"60^SCU M/!0$/-"*PI^$-+-XMCV;B@:;@9@+0:>;IN12LD*PGE4?;G^\Z7LM6P6VAG_6I M#I/$6G(RG(:SJ)-
ADMRG3H;I%^8H_VLZGZYPZC#L"^$-]2^.6=]Q8,(#<>IB MSIC#8S=RM%*,%6#.+-5*:,,1#2+=U78J2;]EIFDIP>4&D--\,=R0=$>Q8O4
MW[407U""YW1X+]*KK]E[=>/!+VW7Y?5[59>,?]HHH_,TMSEM%5OW.JY]S\WD;-M$_@KEW.H.+L4EPO\C3?-G&4OY^U(FY7G1W]D^"'YTB1<)-21N-(D?"KL_C6D0
MI*G'F)9Q\6(HFUGMM=@T09)-Q62M6!LLT>WQ^5+8-?=@FN?<7G/#S6B^S47? M&WU +6A3J6I!;V?XB9,@^X;$))]3W.>W)!AW=Q]NOOX"9.7-MYW./WK%.U[_'-M!) ^YMM/:
(:*#9$#QS\n(N:',2S/L<6V)&9)-NAL,[BRIFRH$VIXN>S4\XP7 M'''ZY'S!.L?:,YUYQOC|WIN_P]@//H'FSX1_Y]_KF#IY^X+\5>7U;K6(:8=>2<G M')*0>Q""%<0@3&B(8>R2-4>B3,-
)\.6]*R,Q6G/B2 OT95T8<5=,*2_!)3V.T M&!V9;+5%ZZ(;G6%,V'''R(E%X%-NT4@YER<69U@9H;'X^*ISF'5L'JKZ.WM=^^0E0%B M2PTOS3QZEC=5\<;Z;%NEIv>/[8Q0K=N-
>7MU#5[C-=VLVWVQ[C./0%FZ3I$3Z87LDM=?T MY)_Q;-5;j,*LN)7.VX_XC]\"1D@8^10FCBRZ37$(L4O%KDL!!.43*2!"Q>;052_&4GAR<7 M7$3PILCD6WR.<-
-^/#+H<2/>;5K64]^G#@T=Z#O";D9N@&\'4P<2CX4$^2YE M2.L@W5M]9]\T1+8&8M_/<6H78;I.G>6-7IDR_T[&.L?(.M 8H78;&IQ-6>7IDR_T[&.L?(OWK<_0ATWMH>5*@>Q""%<0@3&B(8>R2-4>B3,-
4DXB3&&,TQ"BF!!(?.1#GH:,$U=4E#*E MVC\E:#.+V1;YTZ[ZNE?2,8:I7DHML4'W6MISX$G*W0PIMDHD6KM[CL%:^/:I M0/;A_5/EI9GRZ*I3"05=VL#;
[[RD6<6K$YD#_>^ORHSRE8LCE'#,(0F0+^Q; MY$&<8![_ZV'>CQ F21$!A+(O^S!JHA[5 4IS=756,([S8O=*T_Q72VZ])_+9M M!MN6IM$DMOXIT)"V8/;.+%NR5(J:7>1?
5AI:++!NCG6PV#0O2A0l%TB>5L MV-+ #P(;(">&E%)'W"B3%"....XGZ 4BV-JX-C7?D?9]#/V93[*&/VEF ,_>? MW-#Y2\VGLWV7'U.R3H78;&IQ-6>7IDR_T[&.L?(OWK<_0ATWMH>5*@>Q""%<0@3&B(8>R2-4>B3,-
F\Y!1KL[9K=AU MY 5E9X_MTHM/P3Z*_,LZWV;9F.62J4>Q,.C 9.$DOL_*D^G=^^9\3!P6^93! M),$(HI Y,*$XA2QTD.O[A,=8Z6A;'//9[V<-)L:WL ^5W]'|\ZQWLG:? M+=S(GGG_-?
INO=3OP*R/UTO]'O3:B#W'GHRV)5L4H>7:G#'I'G_?:ICT+ F?V M#/|K4?Y#P)/CH[|VY9]YQ4MA]JS"-&*NYT:0DYA"%#DA)!PE$'$_X(X;!CS1
M24Y7@#GST2\!PRH?]RUHPS[B(RQ3NW5:9H3>&;L%+M2? -^HPQ:!;=)BC\0. M_<6G*;;=9GP$XO-T&Y[FP1R'>UHCUCP&;/76Q!-SW"MJ.?+T#.]><_GF:8FA:P MQ08|\>^A7H
&[OYDQT8#6!WO.$FAO9F.IT$M/*N0V""*!'L2NKOSQ(7!3#A"9A2#P7\336J3@8K*TEM_H5!C?R%;#>P=,L M5ATP04TX#4G3D\4/"O3H5XD>8FZK\'.P\K*UG(2)IE+FV7H*:>[D
MS*&F^79G\1C3TWP)2T:E>P& M'YJ-U5!;?&8%\7001!/;Z=&2_LNGB!D/TE#DY;C66(2->CI$FX.6QTZ>S1(; MDS04(3[7* T]AHS,TM!\ >^+AKWE0 M;"N^2E@4AS0E
M,,11(HR4,(&)AT/H."&+'4I=`&L-H1V%-K/VZ6$WGE.V@ZYGC(SS2\T,L<8% M/>6QOX !8-!!ME=U*!%HR=8A0[6HI:%$!E,:0^VEXVU95?HJI&_LQ M=!,YGS4,8I@PZD/?\^/02?
P8)UKM%*UA-K/2&+8>:_TC1#6IA1PZ4L[M.G;N M+BHZO)YC;S1=6@?;J8&9),8>;KWF"T !DG&KXN\.M:9G[UZR^?;VIZN*.EY=5Q>LF;X"SJNU\MEY$VMJ$PE#DV8,$6ZW-
=VS^QO Y]D4M$6.TMYE388-)HG M>1. Y?(>,?!A+X_1RH*F!TB\SOXE4R!EX854BK_B+*]D4SVIG1S?=\,P$D:C M4$PH(0Z4\TH8."2.8LPHC[B&=E("NHP&ZE$
WP1D("0FV^*BF>LPSD'5F^6Y M###&\679.V,$%#>"VJ^)83SF#NZ4"B=;NEF.P%KY;*I!]>+=4>4G?!Y*0I#8<$S#R+F MIS F7@P#A&+L!%
[@$ZT9B^/@9A:<'W=B%M81NG@LXP32U |(>*_2<GX4$>SX1 ?< MWA&I1J2E,W("V***!}KA3T)Q;<,CDF_-HX"VZ+M7CE6 0E

*MP(!J"L<6!\YN7L3ZYU!Y>#9 S7[3Z3#B^5@'/PG-LOQ:L6KT^M'[‘ZR__M;ZK-MEAG_\%@\W&5KW7S;\"D3B[< S@5T60#9(>_T'I6CL&@;>_5S<",|&<_'V6,'M3+HU:.!FZ&16XO_ZU!KEZT:.GBUWIT=B/X^G^01<8&*MGQ9L@UI8LZ: KK_MU.3W;0?L_^@+W0%=XT)F3A+TRNS@6#-ASZ-O)"4'1\TF%;=)Z$O!F4\8KM[@#X[69=KTDAAV)QI\=SP^O7->5_VL7X#ADLWXL*SE'ZN!. M"%RY]7>%T^V_M@MS9+PEC*Z26#P>]!T_ECNZ'+)V_1]-P?_]WlS(_7O@7CGR M2]9LH8K]*R\2IR:IJ5#/JQ3+4V,SIW]DF:ID:$_VU.D!9AYK,-<=:_43P5,PBF80KB^_7#C7*_7U)9N+NFGS&LN-H*C'X ,,,,%[79;7M-/LBX^GMZ-3ZOOR)-Q.0.5N$F>LQ[F?(M]TB$L!\2E$1R6%>>QAZA?AYX+](@S3!,P2)48=H@!V[YT6::G*J9@\!#1X+C$0 MUL*VO5,A<;6=H2L4!^5.AXC%_C @Z,,ZQ'3!SMLO!F3&4=\8]'F;RY=Z'0_U-M3Z^[S[0(] &UM\`^], IS6>5\N=[(;89%,XZV&\-]W4SA_O0GK[*EP%[&,19^ MZKH12ST4YK%PN#*:HH32" 4>)@&E'@L#4$70W-1,[<7)T?6K%6=_:,_%J5Y9N M;B:GF3>,$G!(^>SO6$]3ONST-?6+D4(Y$3+4M35=.CRI5 M_]#HNG(ZRIR6-*>CK8G03KTV;_K7.NE.K@G1?P?;OJ9_.7I[Q&; PS2!+1LX MR^I5IEL)SU:6>#G*7)8AM8B,>?Z*PI2DA/D!3CS0#=0_?/(>0L*FH7ND1_P MV VR,$=A'(?"\G<#1'R6(#_C;HJS-*(,-*#%F'S3^0]+/"TS0NZ%,28/F"5HH M5\[7@?H"@PSZ,?;6,N6]HV?.B!\3=9SY/O$9F.*HJ_6BG9EZ6[5;&U1Z*6*4 MY(E/4$"Q,E\Y(B3!*,QX%$8>(UZJ-57A'(")%4@+LJE7;<'6H,JQLYP9%BD; M],+$JIL1W;/46AYNC)HA,1//]D1,_&TG7F>/G47$QHCJQ&ST<_"*S+92C3'Q M/FLU+/&V4N/+!,(+Z@=>DI 014$BP]XX1Y3Y"?*(ZWLN32G'U3AJ4.<4;GGX,&SU7[JD-+\L"WXC? JP7<9J^2]"CR T385KGXC\QRZ*,Y9C+P$8%G MA_\>?)@3TM3EJ?<:16-_K58NXLVF8G#.&!QIB$>A\!U2Z,0)6D4H0R',H1= M$H69UA:N,4 3"\$*#=BB. @!8ZJ'$I6%AM$D[3"3/D3V>WH71#]A68HD/-M9GM(P%\#Y'X2#=H&-X\,/3_?3A$-*O:VA>A\!EY,-]E2&>WK@JQ>ZV5OQIYF ME>FVYZ%Q M.:=Y4\0[YLUS+DI&0? 3O>>VW/7YN$/':?&9DGT7[JZSQ<9WMZI.AS#P9KK! M0]V$9T.O:-[Y[0.N7#71-O)6&]W/+F1'WE9G*,0RQED&'N()]\.YI[49[2 M(7MGCX+,6)K=%>OUTT5T>R"&F>17OS)"N$P?;BCN8,YR8:K4JB)^WRJ!0!#?8$\'/810ETDES"47$RQ/DAW["HCCRL*R&TC<>;"(WL?;. M G9ZD)W?&]C G)? 5=Z)GK;P5IV&*SI#)8 MG"FY8,H]LHC:K'34%4P]-KTE@ M&.\26C4#V&0_VB*(<(!SE]"0)BG"N1>B-$E\Y&5^RK(H2D@ 72#4.W[1'X+ MK!W=!-X9U&>$GCXR)P^F4,:4W0Q39K(.Z 0!G8)0^?>_'/"<),,/LY]2F# MN/S/0A1ES_)M\9VL^&TNHR)"J(6<=@UO0UU(M,N:'#4,_BZ/7'\F:,R?=+_(H M=!U0FC">&R$<4F'"">'1&+!,_3N5V1)?K)SS?$VSV5%,,;%IQ_.^)1=B>#=+#D>'W$[_^.M|X>F_ .4)W0[=#=H6<1VI<6|HW N$-. ^UH+470/TEMH33<^*8D>2[.S6T%R8YPRCW']^2RW M.O?+$N(3]Y{]_\A81.9]/FG+*=V[f\;MW;WAQ_MU'OC\M=[$YZ%(ZRH>@?>K>%[>&L/%HKV7\-+-7P9UCQ14_B&T[%?R'(EQQU_M+BN9]=CMN?S(Z7KW-^'^MHL6%W[@^Y@S@CC-N!QM&Z,TE8MGHSBBS/7\/ .5 M=,%1F/C.Z.UDK0UWT1]P54_?3\LLF-:6$/>VUFZ10WE9(8F>BC9FMI?;FS/! MUAAM. +53M9M#18&WSD^!NZWW%A(*\9N4SU%DI?GD)R=&! GJD)R@<]T.O M(PXFT_<54?FEON&E1RO(.3U/DI';>>*XV9S-\Z3T7.\U'*BKE#_3RH]^7%99ZNRWE0 &=E2-RX9)H3!Y&&0)N=W!=U2 MI\0A.4:2L#UDMN__(=K(]_W1OUW0A,_7|UA_*U^B*WN4$]TVI/.GS-]W/4K1R4;K(:<,0\#9(V<;601X MWIC^QB5]R!52? 1.4SMRU'1*6XPSS#'$2N@B[B;RR\SEB+(S](@'M1XL6@T.Z% M"$VL 3OT9*5SSQ7_;NB*7\Q^S2#LC$P%!E=[_#SVT'M\=?;Q:ZT;QVI+J&UV MV8]!7HK.O+%-2\]P[BEG:.O=M3WE8,?.:=_/[>V?.*]+QKB?G3OM;^?K4=V7\$[O28W]8OV7RHP"7X7MQ"@4_(7CL-1BP&2SFW^:\VOZ]O0%YAEA"6[JRD($$[]-M *4A%49UFM&4!%[N1F8CL4Y!F]C=VHV(;MJ>B80)]+&&N:6GI*WQ *9:C[9X M*LBHS)& [2C@$\S)&]+1]JRLD[#>9E[6$-EG9V8-/F0\2UGZ,4)MO((2*:>> MG5@\M].$5Z_-57YH G3(@*IV5OZ(2:OC/K[O8[M>5YS>]1_1=KB=UT^_-]KA/_B!<&S5?l:*O%5@R.?BX>,XK-L3+VN;_/?ZG7Q M\%'8T7=5]<_]TW^O7Z__]%@M?LUNB@\O%? MGU2ZQT1T7:WC^U$44C\+7+W^AAIX\K!G"J8R"LXUO,%YRDPDKR#HV:3I],D]*7D MS"?,?.U/I)+N7WW"*V5:[(7XCRD;LX\Y'LX0CG&&4K"%*,@\_,H" (>40R) M5)^%-+'XR%EJ*ANIH,*:TP<3J5'?+ M*D&C2\'E%S0U+(]N:&ED,2CIM9CCYANN9;2---76\X$R>*MW.GXFO*4$_MUKK%G:7!%CYG+L-RN9X?+0@31A"AJ;CBLM /XR7@(@==H+5. MSP_+?9;GGN^A)(YD>;F;BH]8@!C#:1AZF4\BD,G]9I/8OI^=O 9N<M;V2R*8(&0P)44E&F"^^]\F59"^B?RI/;DNN%GU$FK/ =3@S*KXWE^HN&G#-P9FL\9!8#A%V (003L>U-QQ$8T#0XF !RWGPC"@RHW!M68/*\ MP8 ASJN?JW+SK"(J5?T9ODAZX(B)%:&$[^C03@O[2DASN2Y*R*2N(1:,)S0L M40_48P.$3[#968-&LQ%& ^?.- !5HG+B004<;X>2_K.G7/JZ?Z-F]2+F]+M'_"Q$+XB]#L*KF65I'&?=5\G6=E0RQ;J658X"_KGC6#(VY+MCU_M4UFME__3NCJ.N3@+4A1E40$YD)GUQC$,4\C! (8C_(4@;*YX\!G%CJ^!!57:U)IJT&ZS%P\_98:Q)_U&:M^YR) M%UG"KLCM U-[B}IN(8Y@7T!&A$ =/(^W5J^Z8Z0-03:RKGOM"/$}SVRPW\T M++04]^%7\@0<1=X^-/$768* EF5VY(Q_FXTI@7VC3SA&5SW#SADDTJ X\X"@ M"VHSNY-F+LT\(."X,O/P Q?8;5_+HNP&<=P46?G$Y3Z2HN8+@FF8!$F$8C]/ M9!H% (QH2#\GT"2513B)8F+(PN(D%];%3E@KBE5,,$?PQ817 2K/" :,;K0-8 M:2 [/[2S0@-OEHHT3:M-#. YO?/ALE_*1U-OZ4;0UCN_3N-A^HT&/<"ZC+ MA9P'- $.8Q!PE21.BV.TY<3U,@E0K70]".K&X;W&0@;D^%O\W8(Q!3S54PC6 M.073"U:89% #"2#:6CFD#LR9*R,!;#@NDH0\:*@\FHG K)\U+.OENEMJ^[K MJ<\!3@.4Y80@G GC@. D06$09=3U&.(/9+>L<^;"6QC.6Q5PT_-MZ*QCYRO93GRD+88]L.&OG M])5%??WGLE[$B>O&U!7F0DPYPB%EB,HE]7%">)A[/(A("A'_>=">.B3BXF2U_!_Q5!(L?N)Y6?% [+NS9N0E4 MR3H;97M8.@-I-YX#_VU5YVN)D:.M_+-KFO.#Z=?\24#H_B;+DA91R-(0Y[FPDU,YF$=8S&D@=]"2ALO8A#\(@!BWU-MT@,/L2++ FQGR:]E 19,&VJR3T_=V6<*3)\U\.4 T<,A\UM&J5^H*D%[]@!& MMB5=I ET5F4#8\2A-@$^:,8NIJHRVY5SGP7RLGA8&H:WN>JX$@I*G'/33?L0 MEN+I7]TF[\9W;V8?]:0>+R.4T]L($T3#SD.R00"DF&#GR/@()QDV(I M=;*3H:H5842?WI>E:.^HX03(5E]]Y]7+4H863D'_6A8O:LAN,W'WOER35? ?/Y3U^FNY M_B=? RT40#X4TC7.PG>6_=SB M/O'UUY84;DFY\N MRI\KPKR75*O1UP!V6:I/:\ I3.D>O8N_3%YWA_G_LN3NT2N9\-IC(+AGHSZ M-0Y%MV:_%]+"4HM^P-/%M X:N(;15T;HU"0]ONET]J0.H7+E=-BT\;DG0X?Q=4&HVWHWIX%9LP-2W84'/ZLUI Q>PYM&O.#WJNC MWJRZIKFX@D28!8%,3$2RC'>?"^G/0Y%HV;,%@CFI?2]"V_ M%\]ZXCWI$[RV=^@2C^UA?Y_N\(S+WM_H5-[U\_-]F2DCN]L!*ZE;-D]HW<=CMEO7TDL< M=^+G?W_0"IGW\>HLCZ2QRW:C (,E%&;+0=AE63],8?EDPT@&J1_%#2+_D%_K M%[*2(%ZWL^-W]\G"]0,:Q2E&.?,2A/,L0\0+.PUZ4@QI0M"%/K*55 M*M7)!!]Y'5,+!S ^HU=]YC[ZFITQH/#Q5_D-ME!,BR MX.6F/MAY,UP7-$;S1N,"F%Q@DN)"2F$)B9-$F>4>]H^.+\UPDH2G,+I3\#D MA/'EXHO@Y>KN4;R4KQME*GM9I/OB'D4>"\6MZB8I2H(X1%%(,AS@B%&[=:N> M.GQB@5+@' 7/:0#JR0'0)BVJ Q1,' LXK%&6.0/.V$Y>==@L MXC)$1B@2XJ M*VRR?'T=?.7-2#9N.#5N1=I_&7LJ[O MY&0?62ZKMQH%=N_UXN.!ZJK$X88(3[" <SL?VXQ@+FY=MZ$G@L\.W^:Z2&=B0]J^0D23:?#ZK\9O9DM MKO8<:*NLL^1DE=\W73 MK]Q-)Q0O";B<'O;.FG-ISRDB#E;WG/R(^3RVLOK2-M6]U5BU54W%3(TIXF$8LRA'#-$"8$8)HEL8H\7GJ9V'F900\A.T,K*F3' KR M53=?K-? =K$IWB&AZM]$E7@!3(N9L,)]R-D*@Q=%[YR#-/D]MA.130[3&'C'< M0) [>&PI9CN, >3S "(BXK3+88!V.8";>O(_#8]@ZN 4>WIH3-++]:$Z_K.T^M^H#GW8, 9LC19@3X"58ZD6266&HM-1P_CP(>T"A $0MRA(F?H#3$(>(980'A M<89#D,TP &MBY7$XD,'I8-O83;#'\^W H0U. %5$?\M1RY$.\FY"O<1[4Z1 M.DV7RQZDM^Q,.47R2#?)R4<.,8>3PXMZH[M^>MU]I)WLI>KHVY%$OS4SC@HF M+]M,_'A?RE_=;M.UFA2R>^4??/GP*#_SPBORP+O1DW?5,N.+U.59S"A#A*<) MPMBCB']^"GT<19SWZ=_>^1-R9E833?(5-96_1DHX(<,Z4ZM3+E#UI],G0=-=}3)T3\GI^PUX_1,"J^W)'Q^SZPNGS*N8[" M-^P7LE9KSH0Q?O BWP7/%S0)(J?+(A2[(1?&-L,H"3P7D=1-2.)C\7^@9AY# M/*:.CN]-)7]J$%]VD\AKQ=4DMC=,G4OT77RN'M=YB9CZ+'/(:].ZI&9@+C.GO M\55"51SMD)),U902^V.)YFP^'B5O8*S01:W!,E7X"R>R(U %F303W[U')A:6%I)F/=XA.3[R>M3_VQ]_.<5Q5G2E2:T5O7F_5C M681XDN:RU)4C*DQE%*>>2V/J17[HPDSC(7"36\ M\&;?SI5# MMI#-I_&- ,%#7]+7%%]CMVG&D';77CMC;P;9IE^K0:,W\' 0VLY6I0_BQ,:GU ME,%L(D%'67 Y&5^XX*\?-_R^,+.YM_FG0C@DF?+T 65>@",G%O6Z=#Q6$; M-9*VQ48-K-GA,]K^XB+FC=^M$_$-I@,LLPPV@@?. +,Y.P X\PW3@1,_-S'' MX'%XC_ZG8BW<@775&\@%HC(=0GU$#\ MSA!S@> =GCBSR)TAZ%C8SGT0)F,D85DN/FR$.5ZLY23"NZ#\6=8RX25NX6^<-MDC5OYU4OXBCR,H^F**="VC .?$02)H6/>SB(4A;[6]WU^B G%L2?I7E1[QX MI<#65T[6X"4WW;9(B7]:-4V/PG1LLDG"HUX_\NUG7[6';P*X/2S-T_0&.]M MR5<#+'<(. (#IT&&AVAOG3FLS#;RO:D<[LQ.VH.MS:S+=1Z4GG.C MP%6Z#G#2+,H/3EFG#0V>- LF_LP++I2M&L+\M"R6LEE6;JIMW9(V)1-0+^_T MI2B(ZADS!$) LB8:@$;DIYFF0QJ+95'^K$2O([7ZU4X<]#@XQ* 9,]=+H- MK+#PHAY+]:*,UAD%TX0_]UBSC\ VUF _'P;BV5+P40_FK#%($!L.0Y&PAR_M ML[DI7H2>*JQ75F,==MG$.?'3G"/L;S!LZ9FC0_8@_3D&91FL8HY21$./4H"K2?RN@#?P#$C M[%^;>BU_M^^1;M;_- (%TRSFTV:JA@=FF54P)=);06#+^]A"\#WLLR>_6\ M +0.^ETZY\SG=0&HVO.Y(,_!$[E?R^)GH5[;6I/\WS-T$N524.K,H$ ^OGZ M^L[I"H%Z..@G9S48,JRM[/,"IJN&V##!5%=]4HV2KAK'SY9KU2>UGV(%/&4D MOG>\,_K+ZY<'-80D6V_(:05Z1Y8,4'LQAb+/6(R:YH;)0@P'_L5P_ M?A 6>/G$]^_YMDQCR>N;HA>*?>2!SW*<1"CD6/@'D'Os1)9&/ N&3L"C+ ARR M1:$F@#.=A)$A'EIRD#9RT,?F(F?EN>D?]_]6\)6FFB*"9/I6=-)*4W+:L+.@ MPFH.SD)R4C-P^&W35! <2.)RY,CU\QF36A?3O MY[OC/AH]?BN?EAZ)FE<$:CL%3)K;?%'#G?OFDDE<"!>>7 MKWXD)S2. M0(LP3D*96(;,#:Q;H,[O#5C@:*73#-++%5U,-DQBX12#$T"#%%G*]IR&,6MJ M9Y#,PSS.\(=M)_=D>JV4J.8F%K'>,"CE 4,! M]C#CV V3')3UU0,IL>`>],.]D)IV4;M$+QTYLE6/>FVSRQH"N>@2TV@(+7(UH MS4PYUBY?%@@TW6M3=:,R-T3U)YH]9H&_8P3;&B.%.MM&GS?3(YV5!BFPI*WWK M=:.5\,M7@'/ <LX#3)C":=:EU,QO'CU] M/M=9E]]IUG{(,,]GI76G1?]H#)Y.E-T>Y'4CKOEW7KTL M,WGE+TLFXW$/A3I%&0(+FK 8\S!'290%PA?/L;BT0P_YU WR-$MC-P"-+9H: MX8DUC++6D,+-R?]0DZ,Z\LG?GIX%\9[>"5#7W=U\N#H])70W'?'*V>Z$4ZN6 MRGKM]%"T9[/,Q4=+QL_DZ,Y1RQK.L]!H^-W%=,F)(W!\M?:MKE=:LSF.GYI86A4,_?#& 47C1O0QS8F#2=5\1.8O\T'1GRY(<1#F+4D M)=P3TI;%%=G=#$@<,5 :C 7/]C)G H,D.7SD]))PM%H95,CK413'8- M60+/K>D3:2O/I@%QWIR;/@N.\F^ 1PWOYN5#L^FS=/3Z12"SIZ M^#@[A)P.(^"EK<=3S E_PP9RQG^+(CH]#8]7 M? 1#N\'7%B8JH,!=GG+@!(D$L3&(U($$Y M$A8PR+1'^W@TR90BF+AJ$@.*#)W"W"@$M'?0;+&>4^CW@SHG_]WL-NUM"FX[M3*YIK;I2%C2- 6)2V"W^5>-"EIN[Z@6.0S]A7HXBFOK"?;" M7<9I@D+,Q*V7^SDC6D6E0+A32W;'Q-JH&B2Z#EU 8RB B\"/!%B/O8)O<7!Z M2%PY+1K.#@_G-G<$)FK[\V3 $H!;@,;9:;AFUBIKCWNPWEHX#P:[:0"S=<_M"Z=QKV/6X'$SL^CCLGXN:[+ZN2HWSQ]6I*Z54R*_1VW$C,5I&(0N%@J51 C[M?HBH=*(B&F8\PID?L !B'8U"G%B5=O =A8"SCX%AY'&P%3IA6P! MVU+:.I%HRJ<;A6I9:9-_;&=I/PC/L"$7)MZM=R?5MB$S..U:K8=E&[E83F#DM:OJ9='VN#2N!R1@&4P0&O)@ MGP#,'*.LO3Z4V1+Z8,+[N7[XPQ? F+6^*\VZ_L)?^.IKYYTG>9S&N9LB+M2D?($+R^E)FOLIB?(L!&UL'X UL=90H!S/. EY@C5Z1H E@F%2W\)-G"O MG);^^2;_;\IH.^5X M+,J!K/DWVQ3CPB&&_4%WS=1>@6>11PC')(N3+93B8 M1!C1S&)FNM0:+M\|!2HMRDF&R#Z,&G9T#-F7]2O M FMQI)SQ7\N@TG7!V@;RXN%& -U]: [,$ASB),.6X*^X+MFN%%M__HBR0Q-%9=D@]7R?OT'0$?D4M4)1# MPF&7BS[?!],3%)-R$]8X6!>=FCUE,+!R%QB2*!$R\):VB#W=6%0-FQZ&^@1[@ M>$O*OL>? #OL>>_7/|WN/M)VIJH<[=]H'?]Z4]>9"\<51]#%4-G$-E_[5H6CQO MR6R@F=1K*\2$++[#U]&OUO/))+4YR:[:[*K/O7=IXQRE)$(I<7'AR MV2A$28N!%*O(_(PV[(C\)[<\@ M;M$(O:FT:EOL_K1-4D_M.9T'S-L6.-"A_#,9UZIO6M?Y.3*KKOFM,4-ZX\;+ARROFDW;$B6++7&&S++#5* <%/V_[G"%S MCIKJ3,\Q7,=$]D* J;OU#\ <.]:G'IY.##N)NT<@D\,.OPFRM'CH'9M[M0R/$ M'BT@&ON\V7=1)J<+\5I>OY$_?B'BVEB25?V5KV_S=G5@O.!>2O(0A\+XS0C" M/O=02E.*2,,#R.VCA/F@-2+C(">^Z01R M8@O^2G4BEGFW+]5"/R*<7$M"K@%P5G'79\"AX .>-%,!W_A;&-J<=1KF.LLV M3YN5W%+TD>?+;.+E>8#=+4Y[%,98]H T1"01{K"/213ZN>="%&3ZCH.<6 7T M #JL@0A3!!I,TU,$=ED!4P0=,&=[P?_09TP+_WS9"U@-Z!-K20UH)Q5#>@S MX% - -)XTR#9\SQXYYZSX,=x.2Z[_EFM>?RE)4?:+UK[QC"]?9/F#I^8S[GKO M7(RQ1WB*,I8+% <%SC$B=J8M=6_R:RU+HYPU':H&[MD)K1RW,*[FMD,&;E*3!1WK'S-N\&K:G^1UX[\"CWG>]\"MH=A.W!5T>F/G(+O M@!3(K/Q_T]WNUB@=3'M<#F6^7(@UCNPE2.R=:EB\MH6_S8XWKFFV7KXLUZ\'-MLD)$&-.LC5&"\QQA<2N@Q L"Y-(D#!BE.'9!C:LP\#/>"+^0ZK_XNEU?I599 M.,\6RI[7<?? #+!U=+#C[@K3>,V7K&YW0L-+P !/>VF+2I#@X7B*$'ERX9,<)6 M91$,^+T+8#(5H M:LK]L(5L<2A;!$^GCYE#>$SQXVZSX;<>.X

MMSG--#WE>3$K8+]O R?S^(V"NW(42'OJ:I B2]KF-(Q9E<4@F8>R/OQA@R(M N9I'EI_ 8[E^_+"IU^43K]3"M_NR';'7#H!3N0OI&+2_7O)Z$7(6Y92%"&>1 M)_X3!BA)>(H"GZ4A\<+?_ M6]7\I_C75;,X>5TZ-5DU&]?6C]QY5ED@N5!-TSB[_$4-JY!Y^&[8]=E@Y4BT MG ZO9G>D$W%YL!96!SL=NLYLM2698-(@=KL"X",%_!-ME0T^[%5763G0S+"[;**"TOR(V_^O"FNLTQ.B*f%;2E'Q"SR)!5>>9JBE'H^_MP@F-48)#!=<@B3!+O, -04G 48@3&WP=-*GB)3B833?,+SW!SBH78$JX_^W\ MT ' 4=YE6[!E3/VIT #F_8$IW"\1*^Z1(,%K>'#)-GJ(ST- M9-X6TD%"C!I*AS!M8LGIC=L'E}ADB.<1H2CG/#E^AS3_Q-=>&ONQ>(_"4YI$H;<);%6 M$\9ZG>6XP:@YAS$E<_?I=B\/+RMBRW51KC5#-D-L&%8.EC@4Q"ZQ#N_6QW:K$&K42G6 MN3-GJ[0.(:I?2#7V40/QDSGW^Z>'7XKGI1PD!1? 6? W!LT$Y4/0&B)Y"W,8H-!.XLZ?.)W)CA.T)W>B'34>GJ6GW M:@(^:PK ;YI9++>RGS?IKN?XG7|\))W'A)SG.7(^@@&8!PA[/42+#F5Z0!SDE MKA_D'FQZFA[@R2]1 5PM9UB7SG,E =MULWM7#E-[5A>,<(7)01$?4+\LMH(M5YFWBQ^@,]#F\<*C8O? A>]|XV RPW1XR1:F8 G#MTOOM_ MA*R\ZW_LLP;C)(3Y?IVM-V2U>I42_5O3%-;N+0>;X)K'31T.VZM$;]%1]XWS M4O]'VSC:X@28]*#]+P$L:P*)C'D@_69C%$1AS#=D 4;TWD@%X*-F M3L"771:G#;LM6,@B&E!A[N=R3TD:0@&PQK/!.T)#K$?<&'NE\)4T#/WCT& M-,$6D/87_5X^XG1#0(WS5"=8HV>/?T8P3*A[L*Z<%HH]^_H\)98LZ1, 9K69 MSQ-X;!T/?!)^ ?]6KXN'C^N3+8G7A1#U76DS(6)O(6>6K96C=FDM%E#XUZ213[.$E@KW!Q83ZPE?RV]+5@GZYOI;7RQ*9ML]LJ6)OW-\[Q; M/?/HW;TQF/H=72F[!7V_V?FJB8]T@= =VMVJ68L=A'-RV%9'XBPXS]OA.,=K M.,J8G!6XX09-M1%@$60LLH23@LPLCM, 'PSY!Z^MA8^-H?.N\=QCY"C]8S[_VJ8@!?2=9O_M7)9.KGAL;,7^7]H@A+N9UE,$8LB66;<<$\1HPI_\2^;<K9DDSD$IU[.@)H_* MUJHZ6/5Z_+,DY]FCF1>U0C0TR>3GJ&IGB1

IMZM2G_V/ZG77BT)89"[RXE#4*+ 4P,C!<(21KJ5VPMO;D^8,(M,*3^N0["^E--N|A;KZ*G{0)&"1}DD^70D:!3%R(8YCD0E*\"Q7"A2_7K# TG< M[V"$?_@JZ*?[Z_\%PQ.&:95W M=WB2{)0G";*R"-M$+1B!EHP8SQ0ABJ90.YUW((EU0S[EK4R"4U!>LG)GJ0"; M&07NC'"$D9BJ.VB'AWSG&'Y3'1VIX\%#Y{[^,IEO833EAFO-_-;T14=SR)^ M7MJDTHNT^N^MY*SUU!KN,>#UI>A4Z'(BY$!X*82C25A3,[5P.M6-%*N< 9QG MUG #/N VCG^?(EN3TL3^/N>3XEW\XL;3(H;WTWOCB^?C!?[H!?X[O5C)Y7:. ML6=&"ZL"!1DN;=2@LLJ@RPCK"R5D=)>+DKO@9>!RVW.C;D]E\19 =+ 0MD@ M@EM6@O,\"4V .&0=UN_AH/>C MA@T#8?N(AK;- G>TO'/H68_7CH1W3:W5BT4AI$8P!L1G*K9791) Y&F[),*'Z MW3)[$5;Y@YG0E)C*&1@KEI@G4SJA+$0?1.*2XGKLK8^H@0[F^ECX1C_S(?)N M8.> [I7XED6)T9],R6KN>S6QS;,0)$F>YC # ,X"RE8(-5GBM62N#Z L\[F@AK! MTA&:W@::D\7> (8>\;!NYF0NYLQY ,ZZ\9%,EVLL$@3CC2$Y:B6K'XMM(]01 MS)RNZ,? G8R=+O0'HW)M@M,[<5)(A8fAQGVH%*,CE",K'5'>O-E Q; M"%T?2!7DW0!J-LSANX$_4SLJ2"+DNWU+H!U^*U25&8IK+/56U6W$C-LS7-[M[-21>@/PV5"IPIQ-5*'9M(3A+NT5 2^)+?,;#?:,!)147Y\'FR;'R50)WX\3 M< ,0>7R<{'KZ-#WV?C:9O)K-_W#S.+)+>2L= :M*;Q=N!_!&12",QB2M8C'7 M3B,>2&(CAI W\![Q8S@"HS4XA M&8=N(?E9" (SGH.3#!SCL=2JNU**08$YY4+.,D,!8.P#HCYMALQ;GQ'DC MB&CG=OE.U*N;4^Y7GfT6?_?#MY^[?@OOZ9Y&"I2"E3IN=Y"3HFAA:!9S!! M&PC(KC1"2%,]=CF3]=;D? TX<'B_WHT'S).Y898K4+J=?6 M!8ST3W$<4T+ MY-QXCYN9=;ETA[)RKW "*P)5PDKM>6UO=1<|%5SQ\LQW\]F7,4KNY^O?4>RO MI[?35)^%Y?A+EP(M5V",IU? XV=V=F'=2B1AI60:1&02G.0>&&-9"1ET M8K6'W=2A0)4001.1ML'3/!=;FXLKL_?VL=!\#%MMT0'R!P=' PND.TA]D?#U8;S2_30^NYS- ME^- _=M^_F&4V$L_/IMFH8UR<,C9M-9>"T5 M-@#)FU&X#W/HHT\((LPJ?!D9*&--E QK-YN#7P5U M-9&??A;"/'5;O+=VRN3)19A=3;O+2]I-T^7XZG+Q>OHEK74PLE8P+@P!*D2Y M?I7E,F=(0O!&>B<);D$]M,,=0>FP17#-P?8,ZCXUQU0%UO=&5+E)>IM1OBC1 MY?6[B5MUWW?WA(T$T]$0DB%8%!E/\J&K6EK#K8] MJ+.= (K9;H;TI2>3W91+PVXSR+%>S+N^OTYLK-TJ5DY+5>Y+4FU"-,M&I^)W2\'!-[M&67%+HJ@TV+$M5*)$0DF)I2< MB+@L#2/ 4^ *772!/ZR,UYT$#5N[UAPXZRFO'9OZ]&CN5GKKFJ5;T7F?G'4^ M \T.&71*@1&$@:.1R>RD4*+VHNUIHBZV#BF] [44$M&\NR M%4SQCW#=CK0SE'@;(.+]9DK9W? 9]/5V)_.5Z,C O*4"%!9/0]1)0&]PL:P2H="5<@>7"",T%>B3]F\C#;&ZMP_%\2,U+14T"^6'BZX:UZY')CD>O EA*.M<%/PD8)%UQDTIY;R' C/_2-V"W&MM3:>"9HU5- 4F!M<76(>K^;R;R72W0IP5 9G6WIH)02=$1AAFJ4.V4#X:Z!?C0GM3.3A]#76!2AN9!81V$-@''_A*1,Z& RBAD-CXP4_M$?7_J^@UM&BB.ZTF1#5Q\OH6SU6'_L*- M1&I#'($7Z4R%=%K7;S.I0WL@8RC,5T?>IU@;L+0: -YWJ MX1]7XWG:/A7G1?++D90Z^$S*+2^V7#KO!!@:,VA#;="1$%<=M0>2V&0A?]\H MFIU/I4UDFE"X 3V7Q2N4?N$' \)?W;*P=/TV;V=V9#5/7%@#(3{!@E@%CEF"-MKI"-0F?/#*]I&'0DJ4V6W)\5PV=0<8O6]T&9%C)}5ZG%!457##TP'B3Z8BX% M\%H)L.@A<9E)Q.BR;\: [E:HFO=U!,$M=M_F7QUJ9\KFUP\8"]';I'P$ MGR\&EERA&V^Y.!F|(&7V+4FU"^_W&0V8S_TE,_+4,96D-N\ MB6>U!&,QJ$TB9BVIRR;UT!ZZ)W7#IO8;P&=/BFPW6?!J//'73L+]P.%U# N7!M:,_OH8Z.@P5HT>*%=E&JHR8%RT MQ"3Q6JHDO*T],&I_ZH,39P3U3TIL@%? I;!5_E_B@2\0)725NBBQ<-^27.2=40C!*H4](0!N+P48F!KS MB,,Z(${5FQF9;V!Z?E\-AP\[>?)^&8?*]+Z)19LE[Z@5R9S&ZH1J934Z"Y\+2 MG$T0U5MK3B)XV,BU38@? I,1F;N@YC66?]$%4.7+,<;L3HB0U@W.XJU+<(XUR ME%6?QI&[;GNK6&L4MX"M6ZBQ)+BL(M*MP M+!WNB4H@,6NBF!(FU!{&M3=QPU:M!9*G5 R<&<$S@+!DZ4?37TU!HB_? 9+N6LD_>&F\6>W&"]F^=V]1SXD>[_!T=|X MXFG#H@\AM]* Z+?S"S==3QNY&U&]FI]W_^5O\QIN;G(WO?H6<\H[33A70)5U M"!(FP*00P C/H]!<9E=]!$T-PD^>U7,*$67*UF2V0,/]$97Y.S[W|Z4QTMKD M%-B@& @F GHDN/B)>'\]/AOL,B8GF+/'"]\M+-[^> MY0_CBVEWV^1TN>[/+'>GH7!"R;L? 88GW?/)I%OD8\BM9Y]>ON5.^OWH^R@0?QUD')DWFF]972G&EZY<;S[LZY7[N[5%8&^!A+M/E! MIQF>/8BK9&=NWW2WH]QA"'U^18,JC9XZXS^&@ G$ O6!46^CH+V8[>+GE-M MS:9GW]HMA7:4PJ94U=Z!2PX*Q+0]*TO%Q\K7;L*>2=!PUJ6:KAX,%OJ*:$Y MD,*KF_\|+4OZU,KUVAR,LRL;GG&90ODU:)?MR;U!PZ>Y=_94YZ M*SA$FCD()Z_9-KZ?K=|TIX/IQ[LIA\6I2S[9X()NLB2 $A!$"I<83KCU%(8; C>4A*5U_0F$_O PI*]X7 MI#Y-]C4 A.9,Y@495-;H,,@8 7G$M4.I,KBF M=)*B? U8;LCDU,+')R%310'.&HIL_TS$C08Q(0QA7&=:N\7L(06G6H$W";>JJ'!PT#W/GKIH)#,;F"8* M1)8&'-<$%,_<*=Q"??53O-T4#6L)3M#^X\5?4?#-+?_UB+3U',FC[,#C1YQF Ms'025,DRK"<7%F>PYV;W$OK4>4UHP)\%K$4,CE [@@029N S,NUW;_=Y!3 MX<*A^L,:,!|P8">;1BW-VFRIC@8"Y;&,U2%@DB*0'$O.9ZVSJ!Q-M6DC: <'-0[WIKSA:IF[_B55B^3^AK7;5C3-&C)YQFB7:14\D0K9]=FIQ*STF! MS=_&RT_/KQ;+V66:WT+)\(1L.+ N4DK#[,:(L!&1V2R&)K27'DY[DG:Z7>9 M['S- /2?,,I8C>M4Z!PJ"L@36X;>*>VXBI=:[VA9I7]J&-4%]8.CIH24[;*DY M^W/71G@SDN.H@_.G3SGQD/P;9%6R17?;R=M\OXWR?9J4<2#/9XOEHB/%WR?E M%EXB6*,15:!%5.LIT%D$(-&$Z2TWA-1.0YQ&\;F6:^^W/U#=W5(1'A&C8P C M!0,1C $K2R,]RD[ZA>*L/E7B1)*\M7-GQ.=C\W=.53=G%P=1'QD/(4(P'F&*H8M5M%2?" (TPBS'3VO.9MQ(SK^NI-$\M@H/'5J2.X)NS#Q^N_"+IXPJ?\?++T3[3XV>>6E:XBZ1*MN+Q2^XZ!'+FN-LX M(%Z@#RQ.Q!C<9>"2!14TB5+7]H2VT7)R\>"CY[Z#K'? 46>&!48U;FLX,O- > MC/*$D2R%YK4KE[82,ZRM[(*#)P6"503?H*W8][ZW_[+ELY8O#U7&K&741E@- M)#@"(MD$^"T#DC$:#$)HQFIWK?9?QMPU[+S-CUYPO? KW;G4$]GCV*H'+!%>' MIQ9,9!X\54G:Q 4GM7G>C)\FRY@/0R\5R?(G!79D5 ME9WUOH%GU2)+# @XK1-PSI0ASNAEL 4% U=XX<&GU@<5*@%[1+EH3, M=>V3V4- K,W;G4$]GCV*H'+!%>' MIQ9,9!X\54G:Q 4GM7G>C)\FRY@/0R\5R?(G!79D5 ME9WUOH%GU2)+# @XK1-PSI0ASNAEL 4% U=XX<&GU@<5*@%[1+EH3, M=>V3V4- K,U+AW\1#T;/69^E!5<]9ITUY^O'':\;3ZK8T]FJ8#VL9L#(F4RR*(M5.@]DU0&>],?G7B(6LA,N:H]J.%\#8X?PJ<4K\I]*]OOK,)E,9N&\63D/?D;.>IBZ<<@#B9KBHMV_+@[VNT- O9H51ZUN"F3G&.EP,#04F^0&*K,>\1"26] MC>A^5UY1M1L<\6FEF/(1(&E0AF0:(62O0&@EP90!TX(8FEPBW/':AR=;2&F] M!?$0?3]M:3Q=U WD$#=U9MYT2%W? 7/KZ4**)1*$S.LIT%D$(-&$Z2TWA-1.0YQ&\;F6:^^W/U#=W5(1'A&C8P C M!0,1C $K2R,]RD[ZA>*L/E7B1)*\M7-GQ.=C\W=.53=G%P=1'QD/(4(P'F&*H8M5M%2?" (TPBS'3VO.9MQ(SK^NI-$\M@H/'5J2.X)NS#Q^N_"+IXPJ?\?++T3[3XV>>6E:XBZ1*MN+Q2^XZ!'+FN-LX M(%Z@#RQ.Q!C<9>"2!14TB5+7]H2VT7)R\>"CY[Z#K'? 46>&!48U;FLX,O- > MC/*$D2R%YK4KE[82,ZRM[(*#)P6"503?H*W8][ZW_[+ELY8O#U7&K&741E@- M)#@"(MD$^"T#DC$:#$)HQFIWK?9?QMPU[+S-CUYPO? KW;G4$]GCV*H'+!%>' MIQ9,9!X\54G:Q 4GM7G>C)\FRY@/0R\5R?(G!79D5 ME9WUOH%GU2)+# @XK1-PSI0ASNAEL 4% U=XX<&GU@<5*@%[1+EH3, M=>V3V4- K,W;G4$]GCV*H'+!%>' MIQ9,9!X\54G:Q 4GM7G>C)\FRY@/0R\5R?(G!79D5 ME9WUOH%GU2)+# @XK1-PSI0ASNAEL 4% U=XX<&GU@<5*@%[1+EH3, M=>V3V4- K,U+AW\1#T;/69^E!5<]9ITUY^O'':\;3ZK8T]FJ8#VL9L#(F4RR*(M5.@]DU0&>],?G7B(6LA,N:H]J.%\#8X?PJ<4K\I]*]OOK,)E,9N&\63D/?D;.>IBZ<<@#B9KBHMV_+@[VNT- O9H51ZUN"F3G&.EP,#04F^0&*K,>\1"26] MC>A^5UY1M1L<\6FEF/(1(&E0AF0:(62O0&@EP90!TX(8FEPBW/':AR=;2&F] M!?$0?3]M:3Q=U WD$#=U9MYT2%W? 7/KZ4**)1*$S.LIT%D$(-&$Z2TWA-1.0YQ&\;F6:^^W/U#=W5(1'A&C8P C M!0,1C $K2R,]RD[ZA>*L/E7B1)*\M7-GQ.=C\W=.53=G%P=1'QD/(4(P'F&*H8M5M%2?" (TPBS'3VO.9MQ(SK^NI-$\M@H/'5J2.X)NS#Q^N_"+IXPJ?\?++T3[3XV>>6E:XBZ1*MN+Q2^XZ!'+FN-LX M(%Z@#RQ.Q!C<9>"2!14TB5+7]H2VT7)R\>"CY[Z#K'? 46>&!48U;FLX,O- > MC/*$D2R%YK4KE[82,ZRM[(*#)P6"503?H*W8][ZW_[+ELY8O#U7&K&741E@- M)#@"(MD$^"T#DC$:#$)HQFIWK?9?QMPU[+S-CUYPO? KW

M'U!8VG(!4J.PO=2D)\&1U#;8J$W_Z'21/DTK X3(&6 E$"AD.E>#;CMRV4=`MMNJ,6T=(]HY7#VCCG!(&51:R?3>,XW,Q-H +34%D+(8HF$3&&]6LMSRPV6'

*M1M9FXSH"DEOF^IXDL?S!9#&,_-YG[6%\Q/8/]3,SH@5Q!QX4X8QST8 Q()&C MT8S1 $P,$@!W4J(8+CBN5MSFV@=%M-/C^\&M!G&/F>*1>AQ2YCM:'4H_(&R)U4\0=""-'7+G'3!]\;LR0.U3P+TQX<#"7&**L)BY!32H_8V M1DXJ'3 N@"73&ZBR>S7MUD\?1P=1%SD[!0U"MJ6?)"-"F2#1@!;8P%E(6]3 MQ!X0(C5B6DO2<&)*

#^FYXB5M644L$@%_S_7<]NO;3P>BAF7@ZJ?7L] =GO M2Y74'5,.H5\@$8B63H6%U98NO'H>#UD8\GENUO@"H M8 CG1!J^^-D5+LPQA SP&/'(,4> -L$

XKAG(7@O5MOC]E:H;?LI.1ZL-Q$8 M]X1''26\F_FU4-J4X+D>#?[%NMF!-74BZB>T06@$EN@0]11+143SCDD_62U.3[V!?QW%S+G! M;/Y8^Y&0,S\,IG8XGMY,_'EX/[Y)3Q_/O[E\ M(W;^L.=\F^,9-N_#"V\0M*E9T.064Q#-_KI-,] "T\0);O}D#@>0MACQ_O:MN_N+MX,P5W%[T4O!R-IX MCL2C2[%4T@VY=9Q$3P6RS*+[]/MEI;^0"*R^K],5CXID:?*

G,D$*>2&@(P{*F:ME:84 N,0!=8ICW6]/<#_WT\4UI(#E!)#]PM71L>_GO^/+[^;]TQM4 M,4C_-AO:?SZ/;&3?X,XGPLY&[LDO7TX?3&9^W>_=/SCE.6J!=:F&P\\< D M7A"*E2!(8$]:U<_EWED=LM9%1,:UX%61L)XU(S[U]+EV:'<89)'1B0F:Q T M5JG3C35M>VWWW;++W^CT(6FY>EQ:CCS$<'?_R?DI,Q>W$?H]>0[(%0T26] 2&*

M@PU(@7@:4$!=0, 8Z(&"4D!!@T6\F1EK\+&RM_2Y\"8W5RMPEQ8>8_5EN8<0 MY@.2;H.<!T>(!1Z*;'@IB2K%N0#<6R&T"@SYW%6E?=!1N)&PNUBMIBE*8UR!G'_U MT]ED8&?>S<^"/T>#V?3KMS^79X#G2%J<(JOTE@MUT)I P;,.X(T]R&L3D[. M4#:S94.%7%BYNYP"OMYEWXR3R1'[W5!U*69) @(*X!&CC*J5"AX>RNC=\H?*

%K7(E8YD2#4J_HR3]^-N?8tIVXL8Z8 46B$U\##_M-$\UJWH EXYDA28R C+--9.H+1\(&R?4)5*YL*C@N-S)V$\U_?WAB65)4'I_ MRH-(6YKO@B&06]0<ESC6GO!7.Y7T???*

=6%QKB>.3#VQRSM7VZ3/);_+^S*\|X=IH9@"/;90, 48:DZ8H0QOI%LI-IO"\+UHJ=TDS MRV0NE<@I(4H2]3^9KQ(N+[7/P8S/5P0MFQG<9&N3[>SVXG_/)W>)M?JBIAH*

M;@+5(' 6SSVD9>0Z$B @+(P.3#]2NZZA]28K=XO[%>U^(:U 9A]RP)&<073V MU[+]RWAT%X-,O__+I_.&K:?_GJI(OHQG?_O98[WPG&?G/V;S^2.(0LA=U-R@

M($Y7M1Q3$Y&FNB+/,50]=Q%$] M@%E%K'26]24'C_@\9\[YGWZP:CZP692\Y_/G#V_E4I7=/&L[.;M)TDRL M$3-28Q!-$ 74,P6D||YX*;SU%,D)LFJ[5I^]QEF1'2A96D+NPK.)*

*6I58Q$/3N MP^TD4KHX9A<1X\9BF^D5DP$K814@/*21RI%6K90&@A*'# L!9;}?[;C51G(N M3DS.#PEO#5+-J;4(6(9-.5_CHNGTS%B8S2HU_3)[F-,SL;W UFO[)V M8+,Z8NZ.S.*

*[DUM&A&?E*A$("2.O2^ QB@3+(& XP8) 1*A9#/;* *=VAV5>1E MF')^.YO.]"AY=4^,1G& 2F(H $]37],7AX$)4@+,O6/)ML30IA9#OY62H^[= M,"/+V2Q\/L$X9E?*

H)1<61]5NZ@MH3P3704,>P7]O6@+(Q#@-")#»8,9+,;PF0G MXDOCONC+9G_*TD%,BL|QRL6&-9U_>CY[OJ_?)N/I[,]3X!05#&O S%)>5%@,] M!MA%S#@&#MEGSS<

*QE'>H5>K\;L*RHUG"W;L@E/;T__O03.XA\N'+6>"*M M 0[*5'H)TTV-"*G12SFID>8T>_S<>I='>B7>HZSW"W31ET9SL3WR.?A!]F-Y M4.HK [%B3/G4SZ\ -2$ I0@'S#I&@V-*

/!U(A:D_2CE[;">Z\XRZ-.G2+YY,,C.ZD#$;B M111EV9_],A1M9:/S(;>7H3G\))3[''0/^KQ]WOTQD7DX%]]BD@M\I)9[0+ RL5H3:*

*((U;"0$ZUL]!KS7(_&G%X*LO&_4>L#:#T+U.NM2N?%'+'$%M8^]%&O F HL..(%_]>"T598R5YNWUU"TDfF!{$7"RRAD*W${GCO+C9,UMY M;640BC95.^0!0S;"R#T&,19-/.*6FB*

(=/C@F8I\Y)W,'6<5.EE((([A=-S% MFGOJFW$G>>7:P^(H3R]X*BJZ,@H!%<"1"G+K:E+(5A2=S'WL4>MF?)\V"*

*M;]ZYN|O.'XB=X]D);EZC3]!/_3\"!$\MBH$V$CYW=_,A:3R9^^&C4,\^!;"> M+LS.MNO9#>-6QA",,-8< <-9Q>GM!8B -#(K+336#C&]DB+M>N><<<=2[R*FC;5Q2"QTY0"'21%@*

*$ZDBS;$$:#2VP(2:49D5$*FDLC=YO#WLVU)F^WO8MPW\ M%;A'SQ\=8E)'''R$*%ML8,>GHVFRA8.0H1=13[9'}?9 ,.G6Q(WC;MV4Q;'U=.MK TB%8A3=|9M>9^#"PP#N,;*

*(BN&EU]UN3M=;$=KXNU-M$]M#O"[6!N,*Y'S[.U7*2B&%D\ XE5Z8Q! HICG03%O&+,$NY.YJ?FVOB[62 MEU:OB[4!KP))[!QV_OXP-*

*XT3+C0/%D3R(B]#N-.%%9^,F26WUS]TF\PO0Y56_87"6>"4Y$3!%H$ MJ"08&(\$P,XI3(UWUO#CT[*CGBQV D_O#)V$+?C]>KOS)fG===7'"%]'9''' M.Y2XPS#0Q$ 0)&*

*<,QDA1^MP/01R*MB.MYS\E7=Q#V$[Z2%Q<_CWPA3NB;?") M+TP "N,?VB(%(.126RIHXYM6,%6l)VY$6[Y^2$NXA;"Y85U4\XA(TE M'-8-*

B(I_4$I2OY&P@%C%#)$DHGSPCI[Y\UIO?XI:\O3%MPW\ M%;A'SQ\=8E)'''R$%ML8,>GHVFRA8.0H1=13[9'}?9 ,.G6Q(WC;MV4Q;'U=.MK TB%8A3=|9M>9^#"PP#N,;*

[X!V.@'M PL$.R6/,.'3A@5'&GH> M39ZU-W$\Z:BS.?NNF#8V6CP)!4!4*1D#!)8 %Y{RHE@"FIR@BI\\NG;_A2G M0B/02HI?7>IW-_N(YMSAZ+!930V@#!&@ R6 *JQ5/*

"4T]4T,^0F_DA!%=E M"J4YY-V!)YG!'$"$TH!P%8$+ P&G%L4?8>GVL^>D\AN'8$]@G M8 CZE.>3-@1/IHGLYAJV4ADF'% "\<@U(!!DH.@HDT5$G+(JYE3GY7RD\^8 MGX*

*)Z$V23UK_6\125N"07N8 UEB6W@#*70'%% 8N^E!318FIZ*Z,6G(^QTA MP'=[TF*LV.W#]$Z??'MSS_TV!_FS=;/<0[C"=_]-Y3W>;3_35;=9V1 *5W8 M%@@OF4NK^!W$(#R6?;YVE-O__?U M^:.*

[>.L6RR^NT08WD;S'HL#=Z?9GDOQTT8406_:_ >V0;11[MK\>5;?BVF!D-_|@KOE M,?I&Z&{[_W4/*\P%;P.,%L1W2^Q @-0!/WTF=_.O#+C1HUK.P[F9>U*/H7)7*

*MKV_SBAFV^,?!HQR M>AF|NW?Q'__)LLV7JQ8)E'9B<2]1C3A2,-I^MC_^SYV MF?%:6;-(5J<;6NNY40E6%_&SL\G-R'T:ZNLL2#U?L8@KW@FGM9RH!*6D\>]'*

M4S?)\|/DD?\Z<[6fR4O@'JO\?_/NXOKP7>ZK9MW2\M58!?=SU50'T?.4LU3[;-INA\N=^M__IK^F0V5>[*GR;K[Z'7D3G[U_H\+%+LPK4%"D\ULKV7WN GMI4&Y MOH[-*

NY9&T]%?.BKOM]N;FT7>.CH;79KAI_'DI,?0#/^>Y,"L]==>FJ;$!MG-M8%\%L*<]1Q*GW^]L^^G:*>8=T%VI:$G/KB&(VYA1.OC)C5-GC/I1M%W<'S=C*

M124H74PFV8%;7;.W9$VWRF7QI\"TSHTC\@'>498>KWJ.GI07WJ.9NXE';DUM-GGRC5IML2\'M-0<+0__WY.(?4KC+LI#_Q&_349IX^_O)NIO2.I+=Z/KLY'L;3<_^1.5^F)SL.;?

*DQSG>?>OUF$T.DO+WNPN+'Y_M10*OA%6RGND(_[S@IAG$)/Y7FOF%,81C\LLK<>*G$W/PY*.\S"7X &WE2^GRLK@5|U"+_M=1[^P,9U/XWRZ-KNU2WR?CVQ^?*

I]#8CHMO6+>;.[=K6C MNWE4VJ)^3/|/W<-&5$>I3,7NJ7#X:\+/?"9@%]W9+%Y-WQVL*9TC55Z-68RC9O6+#;F MI'-P.WA3VNV\+^@_N[O.9ALW+EIN0DE7+/W,'>RI";*

[ZS)Q8B)XCKUBXW7B0# MEEN858,I?=AJ=H.Z<>5R@T'VL:N[&%6\SN=V,/N5GC99L#&-S?S)!P^#$+< MC(_4YD*WY:?*S0GI"'IS+,]$'Z19.X+Z2T?:H1X5;FC*

*M#FPLC/P:\Y,H7R;_\H#>]!N-|*XI^]22>=4I^?GLNY_TK-_KO]$(ZIH25RV9 M5UJKM;D=ZLGO@^DLXU7WYE4;P5E3.FLG@TH#^-*R(]L)V;!DHVJ%FI)9VUE3 M//-_;_SS*

[AKI49(UI3;LBL@1#>OT_^X+C_/BYNJ!;]\@S\\|4;@5A+ FLK M>XH.RN>]H[JMW;1G#5E(#:QL;2$VJ30Y4HR@38N5AFX.X553PF<0\VRO K@^C\"I*.VB+(8_PE_A"OQNM5RH*

M()YCJNHHH^+-1E4E9%!)-1H98I QC$H@-4L&7BF":9S,>;I3N@4.]}ZF" M2_!1Y<E+B>Y5[0N2ZW6)>.91[: G<+^(??SXY_/3H_"8[>O0[. MC|["#

[^CL]^.CD]^OS@\/GI|'@:G[X[WPF_Q?4"NSD_>OCTY^R8'-MG\4;#IMN.)1AG[W_JZ.W% \M4@2R\\?)^06]IW/8V/LO Y"\/[Y58=+!S;R-MM-&!XU]WB[Q,\ 3]J5 I'*77JM?>E:*

<\ME^))F6>UE7?$ZL&L<;PL8/=T(8__M-#\5:&'NIQ@NU:,}'\?'T4S6,:?HO0F6I9_NY6=_[D6V]#V0\?1SW!HOW\3 M'+|_=T';X@YV^8S^NQL=|*

WB@__8V_.]#YJH(]3PCR46LBDS.^_%CL[ ]@.%=!]\/GES^N[D=7!QWWN);L/K[ZY=^N\7_7$W)B=_?VP_.ZE21?W8,WG=5U(3) MQIK_,_[.*DEZO-U:Y#1H!R1*

@5S|>F(^>!TJSAXFT23)$VJ! V>(G@_@6%2-J.A*Y,4=R1-62=*3+?>U3H.SDP[G)^%Y=1EOP[NNL052A. MWX$X';I?)OGLS29WHM9.XK3-

*HO387!45U=Y<<_]:.O$Z>DH3EJU\.JV+G.BZC$PM5DLCO*T"A#ZV3H,#A3EW4:57FQ MO"]K?*N$Z<4H3$:8GL"Y5F/|UX+#DY>%4ABZ'.5HO1R|'.7(R-'3X!2D*$WA*

*M+W64XN&V@%'>=<>!IFZ3I8*P5LM+T+/C]^/B^(FU;)4T;P/R_9OC;'QLBV$RA M_;C#*"UT9Q^IKB-(+71G'ZBN(T@M=&*Z]2;(HFR)3*R9@#Y$V='#_C_+Y?*

*0CDB'Z[\WGZAMW^/X+C|W^[NT'/^?YQY*LIC,US8NX9"Z1=SD,]2Z 2*,D;:?/%G=$EZN_,A1;_V1STMY-"7WOG9OW7R/EZ]91O@Y>LU@=_M_23X$"WO?"\#^/UH.D7\#-*

*):8H*32BF.7S(MC37_Z(R5411NFR%-K9*"8\U M#D98GH|PJL\6HQ&F9\3H6?",*BY5489$GING2'UT<1*\/GE[^L?)V>G)RA3X5JW]R'TH:N29T_ZBP-,1 MIO1#&53Y7?2_&*

(5H.X7H(#C'2KU[0!M%*0-TM7?!$ET&IR^>WWRVIO3-Z?'-M1[=RW#8*QT;"\?UHF>=P5)V"8S_/DAD.C/XV65*.C)7/!*$>C'&TD1P=[)T6W$Z",X7:HHG4O!!%?!*S:.[11:-*

*@K2=@G1X=Y6:HSQ\MA_+T!(ZU*8A3F1>EAE;#V.Y*O+9*C$8R5"-&3\GK6[@.H6//!NZB["X7._1D5 M%N;9UVLUMTT2|&0$7!L)>A:*

<9%4"4G/7!4.C&V!*#T7AC"L"7H;W=RY'(VR MM+VR|"+X,TI@7'B8_>^Z6 8717*W(8"MDZ818&^DZ65PKF!8]Y#P&.7I>Y G*

*M*M@P1:_W%1/8*FD:F56M-,T'1V!XQY0MT|1@TGD^O5%$# M9M|?._CQA_UG2%/<-__M>H^9/<*5?=R-^&]F+8S&DGVMW@Y,S_CA:+%+0& MZKD/$>]XX SO7GZ&%-*

[WJY\\NDHEN$BW26?]WYN\F*-V_SE)4_P7N5@&IFX_M;_!N^C4\RJ+3K*R*FLZR@:W2\:IEZ?VO:R!:O8,'!LJO:RNAW>Q3 WNKD_<_M=Z^3 MQ2]>Q$\/GSR+GKY\,GD2'[R83B?

*3_>?/#N+_,^^39W^[(:J8Z *O_MMZ2\D\ MPN.WI F]_V5[WKELNA<;M6H|/WH+/_QR=G+RV\[FBU[Q7OTZ?|5EE$ MTJT_'3Y;5 \DEQ=?21FL>,M@#|*

*(KD/SQX+$Y&9I=W?J,3*>4S[ZIQH9>/] M6"0[BV(%>9B\]GQ$\

M,NU.F1/.$]YU>+)"NT&8/63!O$YBN$497.5IK/G1RVA.VMS'_GNDC<@8)E>`M+.,/1E)*FLPK5DVG.2_A?5/'(B)1D2.BP=-K@N8/8P8-#?9(3PI*\1]=YPM ^ M)-_,ZTD5"LP:*

*[X9!2[!?.P=Y]!3555+$@=09)54P40;U7%88#N!V?W!(3)GR M#TF0W7!OE4W -*KW!>;4CYON*.WC=310;&\--V *QYFBK#QRA2,E28E.A&;Z MX/,)7-IA/;HAK;+*

*##%H.HJTE4*MZ,H*[M>X7W-E"3;JHF228N6AM\%"UF+ZA+,R#!8T.X(@ZOE O?S5%,2.D0]B5>3F(E)O=E6F.13AQ-*=M&!$[M'!]WT1%'$]+5!1&X?;>IE$R*

MU[L)'33n8.H:=A9FMRM2TF6+ 16H2?<'64TM8*)5 +)!9HU&NSOP] -MW!L/)G!2CK V3R&??&^PM@>;9V3(1,&TPG@0>L5P9RKF&F"ZC.KR0NWD<:7 M*

*Z+S.Z&I<"EIHZ2:W]TM;XEWA<,%#P\N_)-OH<.) UQ$2>S7WZPJEXG'),4] M:/K?(F0*QZ!AC!6AX#Y0N=1PE#_UR0CF>IB1#%,BT%)PEZI+"D'I*%D?*VQP#A**7)¥Y*

*MG:*W&Y5@RDY2JBU$$HT,TQ>G2($2"X5/>GP*6LLQ09!TT 2'>7?UXUP;O (H?X8.T286NW: MP IZ0CQ?-E1![Z7OI-L'F)MUK%j:?,1E@MFDY@'T5:K/4M MJ?*

@7[\DQEC/;$AVVA&E1.03K82.T MYMB+<$AB@XU2AY[AVUAVD@DZC<<1E/;2\=1QP@!]8UM\A>)89FR]^2:7FP/ M?;3S<75#UJW_)O^K%R84;O-S(EG-%1-PW=IMGT-*

*6O=SL0:TBGB&?RA&A7@ M4GZ4MVATS;9M(1955RMG@B51@,)PYK< >N*_Y;,9<6-,GE]V9+41^[.9]U)A M=-LTQ<8_4[%1M,M."W'@>]U%G2_WS#;,8M3Z$(?*

*LIQ*O\2<3D.\S"YL692.X M[]N7?4NPV<1_X7SC!>*T8L\7*U72_$P2PNQK7$2?5&E[M?"B--JU= 25\!EE M/?E+O%0;8WKN4K)\@Z;L0RBK@![K4]Z7#L]QMGD--*

*&%3U"/93B)L*GDD=^TB@ M)3P?VQBCL][DAS$'%]'/$NV]]A,-DZP#X]);EGKY&"'R!?V"4N\?:",]3;.8 M!X#?Q![_K[0:,6SE9MV&5XB"4(?[7+9 M1K3,_5@2Y3#J8&VBC#*

*[V%M\VJL DF).3+:+7!>6]#9M";VV*W]AN\@ '2ZZ MX*1;/BWD'O39H[+*IQ_MMZD?2PB"#!M3=T#%=+/;O,,;]>IG?BF<*QU3?4+H T#%=+7;0 &AUO48AVZ0?+@N\-*

N2"(GQ8[=:Z(W"9DGW#%Z.GWEJ8:-MU=LFZJV2.WX(.F\MCG4!,C<'PW!TJN\15CX48%H-7CRLE74P2L?]28?.2@U!-M/@3=[+>;P7;J-B=J<+'DSH!]DU2I$EBK0>2%C&:./RJ?

*VDM>+/TU?#P&F%15 M*5[S1+)4-@&$MS1=P!B22&`]G28CRG1UF9.#E6[_IYSA> @KC(K*],AQ,D7B MM' >$3F?2WE_,/K0\[/?L9WO)/T:FIY WJ/W O#$.CJ1Q3EE&-*

G;4RX.D&'I M=GH]W] 8C:OQV[=89]H'CRCB$>QO)QOF!$LU?)>709@,0,L4 5;@S\M=A^VR-CJ0GN_MCZ)RCZ(R>,$8#=G[E8S_KX8Y(\5Q1">TsS\\ M??

&$D1N>17\]271DN[H,+!7=&K;$1N6=#SZL2TSB-ID&*3+P";J4KZF_"]V_'S=0'T4;,N7]8ZD=U#D"4;N[Z/K%$X M)OQNM4K=[1@[4V2W3%[Y,$18_B[PJ@9[ELS4(QA*'JATT$'*

*;2FD$.XHIRM M/#9+C& 6'&EM">2JR5[;?,?3S/;1V^$H!#,B?L:1UF&%ME7?(?K.WX%"^/0 M[Q$%5+E>$.P>_!?,.6;X*RAE4"@&>H[?@5?!IN?N0:Q$RD+XZ>)_27K?VVU*

*M2<[>G75L 9$TVF#VV4%.V'$Y-?OH8@]'L$,WIR\@7<_M1# U>$HD"R3EHZJXT#J6XFK8;5=1,8^FJB9KHK2Y;Z%2$%NA=\S*L.?BK+(R*

MYK+K44;O5T9E>0=S^C:S(U@%Y/!1:7$LB:7,)=B4@5-V1G(%?-ZL7#_6W_*-MN,I2@'FZ&WBIB4VIG=L-G/M4FR*@$SCQ=-5-Z0*_.#S&AU*PH*O$KP*[B2%KV9,"*R%N\3;*

(R$3GQCZ%9J418%##EKZ9T2= MN+V;$2=C JQ0R$B<1TF;L#=Q]-Q0-?{X9<9RD$^G=9%(6"U%F0ZKNDC 6]G M8"%&1;!441$&C_<>_V> =F?:]/'#0)Q!WVOVUN__]\^#F*

*R4CSKX5%[6694 MN)Q7]=^+$%[GY389-GVG.6S0GIQ_O>6!*)^LYE%"8],#:MS\"=EC_#(TS0]# M""O83+'?TP+A266[P)JL#78.U:4$]4F._(N+,86M"0]*M**E#@O.KMY1CE*

MP+OY8>\0K5'N3.UQ-)N!?T_%H1VU'QBWVZ!(_B$0RR1'M,G349$5,9#%P-UWM(YIA5A=94EXI;CZ97>>>P,W&BO =2&3$QP[!L[&Z5W$]9 M[A,&.V(.R,!V+^NH

,E1BF)S4PPU4\D4$RB2IB'>1/H)=$^52E)DO6;>Y#A; M>48T"6C MK;54KDZ(IS_>.PS=WYZ&7AGX_O[>_M-UF\/)BVN.I3HK5#?(&UJ3%R6=HWL M.=D$(?<5C3;F:*

""D:]415NU;6(!SG-O"7.0MV:SXUB]92K8A=)WB9?P.$O9- MMK[ZNGR/0>7G8U#Y@^?:5XN-(2B3,0»+Y3ZT#Q:O[0%|;?D5/.S%$-0__)O=6 "\N"KM-Q-C6>IZB-

J2Z&.46\'T^_'Q:J 0 MHVLV#4S^XB$P]XE?&=+!O.2I],41ZV83I^&TM9#;<=,##!0 MV:S&&D"0TC3&BBI*EX.[&:PHN ZI7Q]A^$& WD^KG"@ZGQ-%YP'!764CPF[5

MW5GDM7]545I=39$>Z2O?$I_Y!^%Y"(.W"^1HS4OU);"O'YUFUU@$]IK6$APA M !JCF--_H!V_1Q14C$V3(BYAL(+B]E6*.&! MJY5TB/W99G^,\ELNHO]Y7>Y%3HKK9!B'.FMM*

*M&5#PP0>W@YOS]AA<%!@4LQ[f'X./%OPK.NGV:(S[=.\NEI/.62Z8YW' ,0P M.#\Z'YXHGN\=[9WOH?"]*50&I^(=#Y'N^%."G;JG&PP.X?4*D\U1$>BVHF4R M7Q)PH/Z@+?*

8B<$OQ,,QSTYF#VY4%.V'$Y-?OH8@]'L$,WIR\@7<_M(@FV!03>]JX?8Z#'UM>EHJO<8N <..1WXOH4_"G91GX9N2W07 -RLK=R0KQ

*M$B,P<$!!4^]:*J.2/NKVUUFK.4,#MC]H $(%4PWLE'*+ ^^B.G8,\YM!Y.E*V]]VZXDQ3R;"S: M=S"!D>F]!^=TM$#CMW$S.S@XATLZ9^F'OD?Q40Y7S8EQ@AK%7?.H%_D-HH.6*

*MTO2-"UF4:87-O#-P(19\,D&_,]HX*6#XZ9)I-^UO-QEGRXBS!HMNJ:"4QJ7G MU_^=[(X\HZU-\|O#-U+C3])>CP+O<:OOC 6K[F9X,6*+1D7=4M1@'PY!0\,> M'OHT#:*

(ZS#&/9@I&AXTBRHJZ$:7Y-"EC^ <9$!FFN,PN"SRLN2R@7"]\60 MPO@)6KK,%#S19HOV2-4GZ9(- 96^37"7HI*

*MEN!]57:=%+F0@H3!%'9A/L=*I(K0VU,YVJCM1AC,\.97]"AS!X\,C:@34NO2 M57-Y;)VYXXR3TC2]!|U#XBUH G_E]B'>GZ()G#@'Y'E/V;]=16JL@B@GT$:6@-MM;*

*(S^8"__H(#AW06,DE9R9'V$NX#B/JC+'67-AUOBQ MYF'&D66$8.$G<,\S0QRA[8%8E\AP]G17++V'[;VB2FH(NW!L!_K-2%)7;_,A MB) &!H!)OQ*IA^+$_'QT.2(17\GB6@ M?[*

N<3Y7!1W4QWE,]5%8', =EJFV4I"0VB!(0!4QG-'!O^K#F7K>@?!@%" E[M"W;%K#N@?1_C'4O-=NB,,SY M^FP5%?Q=NX4C/U@L(O O7]@WVP3C47@/HKE RT-%59)K)/I]*

*J<@C1IAJ//VZ->]@:_M>^=WTQ%ZRX)YWOD_A GSSDW7- $;#8Y/L-%"JA]]^IA/K%*ZDU6&DD.;4UHI MO"63SZQCO.TGD^2:-R"]R!:#D_*$"1K#!Q]*Y+3PVXX*

*"$:&>E&1KH^1CHG MA#/RTHV<=",G7<_F_AX()R]'P.GV< KV*OJ157!D%1R.Y(^L@B.KX,@]>.MM M_VP"GY;ZS*RTGT+]S2RTHVI=-]AO+)1]3* 2.4FA3[!%3:FMH;@O'D18\|/*

M&'%O6SYAN;50^ [>\SBME6ANJU()@N"!HF1W8Z>"U+ NGB:$4XUE^>N3!9-G--00#17]=U>+!&'N<6WOB08KT7!+]GY.RAF&!U-M%0S>"8L6ZG[]$+?

*N[+4._O*UH\\847D@88H>,,W]:H'(_>SR4:IFU4\'S_>> MOLW'=#ZR1;],Z?@CNX^7$YK_&(8S!26^7!A:.9]]"PO%=F9O&C4RAUW#+HKA]C\F_D/GFW18L%F-Q@V%*

S2/&,,2A1ITCR!-MPD=8%&/"(+S;,F>\@>G=+5@: MT,*)"KTP4RV^>]:A$\;]" _P?<-RC-VR$Q@FK*&[VA/%+4,IY8_@\!FL:YH2 M)D @]8NK @U:N;-./A-)D:*

JZ!%;LNBSX2SZR[W^>YVF3ZG9A3!_-%-$'U&R MG^T@C(W3&TL9G#D__2]QLKIFOD""$2[1L#PM&-9253)$ 94-MSEZ7=@\Y 8 M5O<.NIEJ$(VCW"GKR5]-] "?522*

(\@SG4&#D4AV209C?L,!Z9;Q;IMX(]^(MN;T\TI491!IS<.UZI@9S.F;J$\$^/UTE$]-[7CASD:&CBO 774F\)3OA%LB+5>#EQ;/F\<[!]"?=Z6&K\1S;?_YJQ+_ M!KJ?D@/:M2A+:A-

#2U$#AN,%UUN6= MY)A#3F>R(+TN^;C_L M!Q329#A"^G+OF;'&T7^UJE6:;],M6U1-#*,$!66#4R -@@24L)5[5]K3=AEJ M?

PUW+8UUSNJ ;9SS#N_Z\7"^TWV&ZR#K4L=KE!3;,+6DFMMBF[#$)UO@\H-2A>7 M4@;Z]B?:[D*6EK7O4?*

*>:RULB^1^(_DD]J>91.3FB[HRS96$ON93TGK36R)'Z7#D2&O0(W6M :'RHB2(6K,A&1[VO1,;$*1BWZ73L<0R2(+.'9>HQ<"E.B8 MM((1Y/-D:@@83*A,UPMK!LA,P9&>Q,:.@V*

S,7H.O^HDA1D6VF^88L>&.'55 M%PXO3AFNZUM.64.8MV8;SX6S#0IF&?^)\[6(1<5.P9"!\G-E:9[#L M)9WE_D&CJ5K'Z$YHA1-!A()

[]L&0[3F'$)C\+5T.6:QO"S6_IC%>IB9SX:CI8RE8(,= MXEB0,4F(#JTS-!)@T@B-X FF7>>5W3Z:,A1M?'R$"0]M=ALAWOF4E%S;(AJ" M;&"'.T"3735K!0f\06?

*Q^.'>_A,L!=AI.&V9N@EMQ)& $ET-5KV/7&#;..10 MM04_N84>$@+$;,*QOS=K]NW>YOST)3D_=[7W_(UD%HOOP^]GQKT?G)\'1N]?!^1&,]OV;X.+7DT'.\#HX M.C_N;BG9D?*

*=$_DUD><# %4>$*ARH*C*EEG$>'7IA?N@\,KM,. 'B(8\MPD) MCA17Z3D3WQD=YIL(>:Q.AI_JC(/8"*3*N73ARXQ-ALH_#AI)DQ!YTO@+OCC ME.(U@]1#R$#NK.T$Q^@K"*

8#O.\4N"]7R<18!4_P6L,N'97)]HEHTSMT<&-M+RDKGB#GXY5,C> M3ETWDDF-EW"JSZ;YZ--KQ31SQ+79LNPZ C]R^X7\C]$: HSF@]\RD5E2\!T M/"EBSF#]IV.A(.1H-

*TD$2274C+2SH MTZ*F4-9@6ABU W%@V M+WMRC,OBX8N^I],}{4GV+6@]%E-+YTH[,] ">;#'RT]V31-[2D_,0GD0UI*

MWBZ3$'=KJ0EY93$%)1>YP'S2SL7-.%ER["Z4UA8<%F0BV !N5L W03[_3>/'-M14ESK!"7VLD^L5T""T>DBB^YWX.=1_K$\!<;8!]\F".{9)UP'P[2;GAW&GI9 M^2%L[-

)45%]0UPA9G"L.,U+"G?SFVTA9]>G:G;?Y3"GC7=$DB&8243'>3-A0 M9; L4\6"?AEAJL/+9S",Y.WX\W "S5+.7VA MV4K](Q>.)GM"9Z!^PN/#,E S@?< ZP M8$=7<3E"TZQ?

[(@;2DB>)DSZVC?0;4E/#!&^+!(MZBFIP>1 #=2,5(FNC175 M,2F"W2PW/A&GOH$]I=2H8@773M+4CEX)/#5(6#-A_%]-'&=](H'4R;4?]M M\N](@68(P4*

*^#@H_D$2MS_72XNC67V0*RY$5HH/K3(X M'+$T]AUJ-,I\K@QD.33DZ7,$#!=B9_.?7"9U5EB@;^S+XQV=18%G"$\!G8UC M!LC-.!U\;QF@!YIH8=7_"M;_&AO(^K\-?*

*Y=%T_%YZ;9-1=%VA%=N^#SP7]S5 M)D-T9.O+ND\&ZUWL0/!;,&R)*3#0@]CV'4HN06>\HX^"BVW2*?;+(-FUE%Z.M<;_7O!$_*KK.$ZY?H2A>/0&GV?B<*

*11W P4X-,]PL9,5AD*09#:.RHGZ]AP6/B 4K*2@=,X5BXS/,X M,~/IZQVFT8WUZA"AB[^\!F5Z$TET&:O]*1^)C7:D$Q;CJROA+<%/4^X:C!XL M5;!01#@<;5<)_5$CLC4!KT%-*

T_>E$Q&:7 D#TNX3:3D8Q!U M>Y.1O)ALDJ.*\]H(B\0?C#1#"L1>OPVC^C.A;$%,I2=53-%'IP(<=[,=3&!>`MS%OXC75^=6NY:(&0\T\9G!KB^?

OC(_C\ZUEPE@¥S,320PM,;YNL:,FU3@86 MS5NLRF&9&H@;HO?!MYI%25H;!A\P^S0V4#W;W^3UP(U(9S);TC;ADFVHQB9 M(V"2]+)UMU !5;YE-(X61B.5-H&S))H"-*

*/"9,-A*0E8#/1GNI,O;G]:1, MP%XL&LF++7,F#A$L,E M^@Y[W68SD+D'=B.V UXX0&*!=TA7)]M++EP$HAV# MM4W;RT=(^QT\-),@O#9@(@E6EY*N%=0$ZV<7 &[O3V*

*_%W27MTL8.?#G_$4G M4CV?>QG%M960SFV8J!>,M(:87-\|EIEC$&B/4!^7J@:"Q/0@AL+P\&=Y*EF M$\>W2O5OB"M*,C.J>&":&6*

*M]H0OU@V>++TD,#7FC!:K1O<<<*17Q3D1RE;M\O+]DHN0)0HN6# -6992B3Q6E M&^0U<084H6CG\XR04ZBO1#B3 U9N,T!D_%]F"-QQ]SAA,'#:(;8@IA+0;6# M)UB9."#P*

*<@Y7B@DVEWAG&--*NH7D8+0L&'D$'-B6:IFYJ3(C%4!/583CGSG M>,WJ:FWG>"MP(TLCT@?E:,XO4P#M8&-[VMZ%4'IV;5C=($BTD]^PO%WL#%2^C_MN1'.9$S N*

F8)V,"YGYZ 315SEUL:MYGN+,3W&OB?T6E#?'Z31[6V$=)Y=A% M]O'$@,S'-UDV6'2@U?:.#2@4?_BROU>.(P^9Q&R^VA=FK MW,_F9/A)X,K^2LG5B5(2QC:T'0QC@/6PA

@ZYJT.X7]F]B=;,#4G7 ,:2 UV M5++VL3N5&FCA#ID9,XJO/1CKU3.<%1M$I+GIR%-$@[%]MG5X29T0(U,=(.0 MBDJ;0K?@R=)O!!-#(X1N)1C5URJ;DC7B.B7(.0S+!W-*

5DR.C^]CXSCEL/4]V MP_O :09N1UZ4 N[5P0>&CG& K4BK5XM^P/62E6T6T6!?AXR2+]NCV]!]'ZGPO6 MK[_7+&3#T>E)=8!./P4^8&XH,K^12L9Y%N 5VX-6W] U8D@41.P,*

*MD_[$2DFWJ&1,W\:BRILVZS4E"L9:VAJ,(M?Y0$8]\,CC"]!)9FH9:ZUHV@E M>1&R!C;_T69B->-|$\T#?=A'I70QIB+|E<>1^5=8B!{A:(W|-B&%OZR-^*

M__'^SN$!Y5,N**NSOZ^W_N]9@AJ2*@%+,+UC1=QV<.;A<5%(-,G@PE+H0AN M9=S0;2AST#+4B8-|+E13&+9"C?CZ<^2,=+[NSDQK7K;.XGHQ6(,+>3?!$0%]

*M_]"H#!\"D++:A-)0Q*_RE'0I6OKX?QYCBJ8--5*+K";D/=U$3E%D5U\M273S M%Z0_T-*4F_B<*NL*0C?^<+[.:I26!LP^*?#Z6B0O0H?,,VG4(MZ>)\V=ES8IS.*(R!C-*

M)"GA$R778E%8L:7!5.C= M"\(":(.8.UJXTEJOF\-2E7\:L[-6)1A%Z.S%T=1QM-]Q6W? /A]NY()SR2X\ M _']!@[M#A>-0&D9;/!45+72BH\< D;U:\X59ON"O)T^#3/.@U7) 2_Q.UO*

MD^ H^WP;_I\/1XY0N7]M@96RX41%$2X ;^6H_#205N'4F\'W5TYNSH((1DN M]XZR_07GP)ZXIC8 0[Z@V (%2\%%K1MJSLR2H!6)SPG4_R4=G0X10XD)LIFT*

*M#IC@,=,BQ2%SP FI.$0,PV_B;K.~1ZS*?!+4,795QPPMQACQ%7K,\SG%H^O, ML37*.\61HBL+3V*'1F?$RP(\.KU1O,*RQ[%~

**/P(TG$#MDA>5H\H1FG^A"58 MUWS26!{U,N0..!^ENWL,$ELZ_1@:'8-\8=H.41IB$=,Z=C$D)%F|TTG65I8[*
*M4487+2'B\8]#,3AB/^QA4*_Q!LJ)H'#"L<+Y+J<*IW>DH,ILL953.;4!>K=A MMS5-(GJST+.Q-#*C@6!SB8YY_'W#-71E^ME4+Q8@!8MIGLB11NT#89<"=T[6 MK1S:&WE&*
(OM3LEV;+D!5IP8U@')W=Y<8;4PM\N&'WLX.6E!M6NI(0MLY??M-M,_!CX;1X5,,A*/FM!Q%[9589F(,CP+V"Q>\DH*XLF@L')MVE8AC=E@C8 *LV M?#6VH.QTH1[#=?U!+-K
[X+B%A[=4?R*E**FLDJT&R&%C3F.,$[W>J"-L M%[O.I_0*}BY!.2U;E'2H_$7;%54 H@!++/42XNE8B0+6J95U>EJHOo&H'(?/B M<(W"-DT2>GNHT{JVY:WKRD-
UWS[E&%:ETXRW5 ^IQ4*(;58$+9DCP\1?KT! M.#H&SQ#;2"Y#5\PT^\,S=1!@_2IHO"T*Z."/U.6'Y!@E8?KLIP MP,6WU!PN/G)+SJ&A055O#Y%I=OU9Z41T'
';L8Y#1)^N7JG,K8U!P,,BG7 M>42E@)0+G2GFL\WJ!(>>PG\Z;QG5PJV5PZNHEB:D\,TI$LJ*-N^)-.SP2;9 M?C\^'D1+)S=
(9ZI/U\"}&I.ZJLKNM_^K+I(R3J(:63I=2+!UN"+2W*<?E?!K MYINH4'M=SW2? :_.3'&FQB"KYQ-TWYUP[%Q%&5?&K;#/RT=/IY_M3'9WGN!N-M'",XS<)S0-
IV,7;YV,GC[\!*=_N/;Q_8]D95.WDP!G)^G=Q>G(>O\'37/QZ$GSX_>SXUZ/SDl.O@)0/GSV84K!PZL/0AIDL+:."'C[:, M8H6M3 U%A#W)D)>D/&'IR[>;=?!&1O?
[""TWM\$PW@=+)RDPA+&])_2:]+ MA\],.R8B*X3W%#6;YAERX9<""@?!B?4![Y1\Z-"Y):54,M-!,>N<;BJ-G^J2E% *]DLDM@)+\"]A/VJ>,IUQ MEM)3N9UN!]F;Y_Z"
(2NJ\40&"GE8PJEI"^\#5X_>P+B -7BNBC\P!S$%*6Z MT9^I;,,60 '8]QC4EFJ[;$-*TF;K]-'?H,B9&AD&'S$++*0," _.1="""PLC9=!, M_(N[FHQ3-C\:L;HL0CZYU)QRDGPR*26&-
GOI?0+!4W,#4$G521-RM%D%%/6 M,3',"9LIO<Q-"49S'5=2$ZH21],:(UAR>U-ZW/-KNPSG^H4_U!U?*G+ RG GK MF&S#N/VITP,,BPM%!
!J&\8IP=FK+199\8^G5GG:3R\XBR0:,#6,$<\Z$0)&,\ M!L9BV#0TA9!+2&PZ%-K,?B7HHY$BQCJ-\"7PYP!,]?+NSN 5XSUE551:]J, MGFW6Q:)_ZY?
N9M)GUOIU;ZWWK<\5Q49#- D'MN[\.1SL^7/D&AZ#,@ZU764) M>[LL+%%@4]*A]JCR^(N[&*VNPX,66,D^4ZUF6&:,&_ M8Q+/3>(=?&!)O
>:Z,\QX2)W[SMXLC4"\UX; ^[6SW'O/+","U=[HH,,3W%-9F#?$!LQEOVW6 MPG!;CWFF-*Z+6SWGF1(/*7FUP=-ZU-213 M:ZE=1O%-2F8+DWB3XX>(Q^6%]9CU?
0K;FW_EUK;BK2)}4#=80!;I2T1&F-[N MV+4JH>:8W++>TWTOK8'(R[3"QR8,]IT4RX;R0S10^W3J=,-5ZNG=Y\"!I#8L MYP VO15R"MZ0&8&T;LDT02]Y&I57
,&!9;.V(BAS^!9W>$KFV, %]A.>/-<1 MG%YXVLPT2X5F!#9T=Q*"LX(.UR:4Z4J]Y[RAQ-./VKD@-0B]!$EKV;3TR7. MM/<1*))1\RL.UQ!QIUZ-
K=L$SP:\!Q.+B'WP2FH@%K(%D+HUF'T,*HF"1; M%=O"LY 1VAAOFE/B99H866+0Y22 +-PD:LL"@FN7E9.%(HWD,V=!0$Y3:X3 M.$= 1V/@$W[2I;@+?;^%N)%.U737*=
(S2:&/31R.8PT[A7Q\MVG2:Q# :K+>Z$8Y(LBV7W(F1T.!X-"[Y0_>%O_K+\1"E##WJ.PD_?IZ7IXI M&O#*%78>94N!15R4P!KY4ZB-KO<*0*X,9)2KPLVP4C3S\ I-K^^$. T8[']+__
MX^3=T;N+\^W!,.:!0881;^C%B/4 621$ 1>FW&{GPE) + SU8?\[SCQSQ/<,.OV*E2\|NZAFAJS!=(ZT],T4EFZ?_G3.429<&/
M/[SOV0FE3%E72MZ93RH)XIU3"9XJ1^Q=5I*X&A43;E);IS;"%-> (ZLLM=KY9:9TFI#!_57:,:UIYN$$'067'(E ME-ITSV.W\;I:-9HV,'ZR^[8-
63QR[Q)MDF#GTZZ83.VXIDR3MBKT*NM",\TC M)+$5,&1-JT.JLZ5/=I9P?_|+W-E&;AZ"#UB <=>T2CB 87H5-Q_(^6V>7-TA MMXGMYH.G7Z%\ETF?
P^\MZ3.4$V%H9"YNAL5MN.KM0M81'Y5;!-R+.LDP',(M MWHC=D/GN/E+.^%&B0T]DN?&3T;QE#9%Z6Y&9ZA9-AO;7O"F MAT"Q;[B2/+/!N-.>N@%]US2]L^C;?^
LC.5;6FCT!ML0\'B =T9V8Q^S><&Q)^C]KCW[3^0 ;+ J$3#S\2L,H!X,;H6A4 M1;.K><E5P;C!X)MS^P*%-D?A8=QDH;!*UX]>28U46+HC'2WWFT;I,GNCS_1
M/WO\;@.KE*Q"/;-D;,+!?%N#RFM;I\,;=U#SK@CX]$[\AD:,S$; M.M899O\"WVZB@U(Z%SGS7>6?*WI;HH6&QM"T@0IJ;1=A!NX2]B;?:VDECWY& MPX+/Q!TIW,!U9H4F-
71=SK[-B+4Z98DY:,0>A?7(L2;<*G=IEA,W"GXVT)?@ MY+JI!\Y"N_\/@E$$!F_T@;4ESTR5I=2=[4N|K>PX).F@AKU0@H^VI8P+="$; MS7!EO U"9H2@;;PO?4T?2.L3.G3:RCD?
2'+ M8>@(38@E15PD2OTJ?&H9KS|F=^,*K -/EQNVG V#'1D8\=R9I;.<4RXf0&!8 ME>;11XJJ@ &(6P1?%$DOZ&_,:D$_TB&CVT%J2J42)$!.ML[F*WVT2L0(M0DU-MDC-
BGGT,.EUKF+GS.E-Q+18R>)IL4)]9IIF^Q?@Y+J+ 75[PV.MGQM4Y[T;UPI^ ? MMN\T.APNO@X\"UA40=6]Y'08*3 ,.D+9L ^.J&Z&+ MM6F\U'RP544B(?X=;JF
*^QD_1{OTF:.T%S77"_5M.;,24CPRD=W"L^S&B+4; ML7[RO46L'VBB6:7/J4V4 >B1V:#YKVQ,3G1<0Q-;?R J&X?"/%J&'.V@9N!H
MAE*MI6.>8<@.=E>+H&>G)T/F),]6]ID4PY3SE&NBP*R/\;/>CE<<9KC>O6=+ M9!"(AN'6>W^@Z$1PE&4@"E-;_@?&*YYP+)][P4M7=45U]-3[2O(:.Y,S)ERZ-M1*/-
@N)E,ZF^;JC.SW@[0=7/0>3, =OL^H9X@Z5\QQ+YBG ^<9/0)O>';-U@ MOFEL6ST13+\J)X=;1;2Z4D5C>)DDOEVCD7<0,>Y2(1XJ%@,5@4]!%- XP2BT M^!$Y0
2XK8EMCMJ;"H_OC]4M]^LB".MTPPU_K[8:1,O(HE#93R"I<$L^ M[5H-^&4V+;Q>YU4+/;4:FK)U^[",9QW?D0(#4PI,_^"CKW;8!];7&O,=O7M'
M"U,'0)7&!I.HXETWL2)%VB:,_EFZMI*@/LLJGW[$+[%=7V!CD!UJ'9]H,+%^ M1[/^+L4&K0Z_Z&V6UUE$?L$(XU#]DV)>6YE3B4$C&+@0\NIDY1$W.S,5PVBG M0J7,#\8E-
3V2$.3IVX[88Q!'9-]C3:D^C@;+ 75[PV.MGQM4Y[T;UPI^ ? MMN\T.APNO@X\"UA40=6]Y'08*3 ,.D+9L ^.J&Z&+ MM6F\U'RP544B(?X=;JF
MVOBKV.FK756U.7K#'JA&VTW0SE8LHS1!_V9%0H.#WY09.H6^#)&3 M212AT#)"N.1'6W%TY3I8)5PO.I.6E9;.H Y0FI*E=/(U/$+^JD0=S."IX[%S
M;,-.OHJQ0R9KITP*%@_*,3<=4RN(UIC0U@OEP*F8LR'8F",;'_F=U=CG@!0! MF?X,%72L3CH]GLB3VRRBJGGNBGX@# /"M# 'F$BN&R&W'K|+PPG,@XSWCZQO
M;GT|DW3S7A^DL8GI,.V&(>>\29/A@]^-^>LH0++(D:!0D8I%. HV4]$)W-XF"L-R M3F]>]6!8OGO4X(LZL57>=%F>V*:,^K0P1\K]#.E,%>%T>]C/3^S MI("Y)-,=S?U)-/WX]%
]H6.#2F1G2(##0CN&4,AXG#J'$@O7>Q.6?LFU$>D;F M9EF^3.HVT;.S%>IK2XR3H6$];PB1"NBLE=M.E$* M3VU^UA0UHU"+.0K;\P]WK
]JW7C;;QNO2K)=4L2@2#/9O:8.WC8>]$H';E5U M;8L(0L-YB3> 6^O6(V/HW@W=/QU#]_<#IW0M!YU9#5O=U@B&(0>9K\XJMV8? M&HQLXIR3_-S;S8#$^$1-"C=ZER-)
*6X.&*2XX1<%!$IG%+ZDD%2UR0-MN:=A+_B6^5(Q<1XAAM&0F^9SY+=QM3Z$&H('DsK]L?E-T7.\AR/]<"7(WVMJ2W\0 1-MX'I*A#U-YDFE!PQKOC9'F.R8S.A%@
-&KIM*"=A*Y;B@GC-]0FAWKC1$43I=@D MEUM5+&AH=RUX;UT+OPW0=5MBYV\#@!B30&0DQ&@&6:\;{)INN-8P):H6++O1Y M!&65MDK&4M:I*?Q6$:6[%%+A3MV$B-
4_0_<;;K9Y@:Z+VB3;IH+ M(^CNW+;4F2!32SQKM5?I($U;,0G]JH/S'L-,S8C?&C]D#B;T>.\&$K"U" N M76I)#KT9;B/DF[EGR2\X6;*=>%>V.@CD)9'@L$]NK]DV7K>G ^9Z_*
;D<$X MCZ937-W>3 %54.KK?I',G6/V2,G2Z M'/5@[ZP6(X!*PW7-)8UD'K]+J8H"!,^T(9O %IHEK??B:AHXU.'\Nf082L0; MTX$8KGA,1ZDPO'A2I5(EPV$!,)ZC[LS5-
3^,)Z!G0@@@$9]PSSC60V5%3GU0Z M[9.2,2G,:0BV*/-2'YSTT+F$_J2'*HJH&$7^^1J\G=9*4,._XS:UH^?HVNQ]_V M*K@DV^A;"71(+3"'B>L]JV]XO'>X__T^[3^.4$18G>]{(F>ZE$HP?
$Q@EH?4(41I2=DI?YC_ ^GC +1\2F0#F:=IQG"^ M&\Y_,H;S[V6BW9WH;UAG-VS4!;NU9[C7F[M7/O.,[E0;G0>TKT1N>T8[5;$= M!W2PH]TYJVZ:.ET'TYR>4!TWXL]QT<_ZL?
^-4M)$OO;Q?<,IOAVR\|%CD^4J:E/JK89 >HK[D!M?" ,/46"!F> GVQ;]?VF9CQ;I.WH/O[MF(K3'%6=MWH6VJ)Z9[SZ2W#M99&795 O# N-IOB 8R:9)3"3%]&G -,AF*'E
MG&$GDGYZ+LF@\C*BS5DZJ0L7SO7VB:;!]?@d0=+F&++Y60H K^BB?S2BU!@)'-M/>OBVC1'N"\&/Z- <&'Z- <$=?,,B%LK'1)Y#>';?RTWD],/MWNTX8WZ)LT2Y#K&(V4 M4]L;T|/SI%
[:A[\^>C%SR?O'IV$-K#NE%'@98WAS\, 3@#X-"F)(8R*1@17 M2(%T? CH8MTQPON^(+N"WI,$1T'-MDOF;U"TUE2:@,=5CU^$14(&:@-/&&9H M[7QZ!0(\|>_=_"003(:V.
<^]M1,9!>TRBFDMP:/KJ)OE4WNCDG@.^4X:*[. M9QPY'E*[45@[CXS /[FB].6?C1,3'6Y+,<+%()UB) MU^J86]\QIY4.@;?!'28^Q8:9\4^Z)P%/%.W)L*=&O)%T \J5.]AM5Q02F6#]
M=(7K';/^H>SVV AWO:J\9WYJ&0&O?H;ZTBF42B;>@+3Q?;" M YHQ\' B(24!Z "B!8. S-R*+\=.\@"3LG0!GQ .275KQ#^T_,J&F=H07XP9 MPSF#06-BN?
*V+SH/E(:$K6UC475&)#\D_,J[?$IF,U(:H83]T8OM2]XM;#FL2O#Q%L<+<0TG>VY>GKSA?@+6H,<]0Q]@[M&C(WTVM@A>Z$4'T0R+?A=C3MQHH^,$W3=FCX
>+9/HO,FOL]2ST,53](.5.3 M6;BTG=;CFCA]B >@$\"\OE_'>OITFTZU<3%,$?HEKXE8%[H%B1NT;2OXM2-< MC\1#-HA;S;-AU[=V%W
M2)'5'G=K]2%!'1=%;Z;H$N2TTEK[LJBTH>5]2Z:.[9E08F M:'55[-UY5FZWLP. 2WU,8K8/W'H> B-D MC;1*5\][Y)60"':+Q+IS8'MB!.XY&)<)1/+R(P*QJ^5Y2MI"(A0PCH9-ZQI
M3S%@2&S'OU;$)-38SSNB7^RM P")]95N7W(I$5ED>FUEF4QQ2YD1'+(PL MPID $L";U.GTN!LV)(A.[%[G&BPJ81)6!!WKGA5=QW:6%&&>Q*JUOU9/P3#;>F^(5
MF@"E;IA.Y1]1)7;V(S#P*SVXQXW;DMT\P'3OZ55MMHC=?22VSG;.MM:,%&(P]U& ^L,$,G'*#IRD+A?^JN(86,1.W"W
O77$Q,_M;:H&@D8,PAN!N%)Y9!>*")_CR]T=P1#!KC|:Y!GEG_M]\OKI4]VG9QF7Z.YYG'NN :ZIMO=I&9XW*>[;'>IFE%INZNK.MZ9H0CMMHOJ8,+ON%
<(4,TGQ]3>%K.I,MZQV/^$XG<45W-)]^EOG0? MOD;J8RRH2$N+[K#H8[\=8.,;_4UO-8-U9E$B<@N*FK>]IQ%; 1@(>4]>A)BW:0TEC%Z,0\C)Z6*BIN^E
)Q0NUJGFFK!?/KM(@)R$3>0.\K#PR_M0+N'9 V#G*2:Y2HX7?%.N/JP'5@/(?@@S4LT-R)0>(0HT-2/!]'8IFLL8(8 M2H79LX#_/N#%3"1!BDB=GN\=)
#P[@SRE(%SN+4PY:6,1V*X]?28^OITA*& MZH2&M$O5_>DH382$5 W-0R]K7IUGGERIVP6=PYZ+&U5)G;-*.JHW-N_YKE X M4HU7\GCL<)R3&%J7Y*-S+I"I&M
C<[0Z_>94KL=]MX 83-B+NW9)I:C>3% MH:9N:-&I58^:)XZ>S0&.4*6 MO8#CR^\MX#@4C3- W&D+"M#H=\F-QGG8H=C;
MP1AG#OER5UK!\1NZC&3'KG5@$AM02GX%|%/HN3*.?^\R_V/BN@9GM! ^REF2 M\E\G!KGIY[.V"EB;#'*T9S>1HCM MG=?11H$;3) 0)H9UKBBXBN_<5>#8XLFRWR7W3KY-
7::TWT]T)VZC3L>G;!@] MD>'A:SU<;EDXS:K6>+2^.FKJ6@P0NC3\,Q4C+S.8< 0<[QKFD_A'$+YUH'$+1&RH2%[CUQ2E\X$ MSN>>5YH51B?
HT*+X+%86'T5LNV[!W4!&QOU-&/>YG?>JE;#$S@2U,M_2OF7!M4PAN*!!Y8,_?_.HJHYP=]8;1Q'ZPIGY%9/M31'Y.A*$QAE/*.2RWDJ9NWRC7
MDR@L/=%Z7KL7>T_;%9?!3A2@67;P^-4PY;67!N\A!9AF;/]5'Y],V%>YXFLT M=E7TNFIA=-CO2+[!>0 Y6M;DT'1.TUQ#'ZA2 BZG9X$^Y(XD>C_%EID'-XRS M
[TTLK=5.RXU]VOZ(V:KHLK'+T=&S^\V2[DM]-OX@\8/Q"OE;]KM8UP&4;4: MZ-559 E)8H]TR!ON!,,)>"KT,()'D_Q:4FLZG2'E493J*LNPEI4LB)?BU= MH:)Z:(1+++^ 1K
#0N"3I+-^=?]_MA9:EJ6^3DMAM,\Y)DGE=V$2YOI7!/H MT?,1*T:4,,;&NP+"[-Y@H,%/)*X:;O_YVRF!AA"SD<=>}:IFE%INZNK MZ9H0CMMHOJ8,+ON%
(!/PS2XA1T3)HJP"+/RM<3N+#QM:8@\\@EUQUR2HX4/W!ON:0'FF@_#N7) MI2W0G'.#5\(PK&D-O[8O?&D.P'Y8@N$?)!!4U:$TJ0C-]D&9IT:(M)RC4Q<'
M5LGT](fRB[3@ZB9=+M-W(KM>[-[/5$.MI4+(8;ITHZ\.R>TOU(H*[X'X;)LZ MNN(N]/K<97W.Q,.TCRJ-UT'KX*.<^GDZ!'JL#E@2Y,U&TV-5B6'C:LJ]E7QN
M"""QTS"R#Y$D!-0;R2BIJWX[G#$92KO5ET-530Y[0#W61M-3YQ"P8:&FQ\16 -K&BJV1#?^U@'<9GUC,1_<&4<3R:)YRQ<$RZ"%X3M\[@Z@:,'*$5YX94 \&.,-M(J")'C_+V;9G?
$=:U]^5=^C^A8%#:MF57^ZWT;<%KC3 LM$+QS#7P,H2NS%P MMHY8"2O*47-+!+++=\4\:.DLB{$:/.!1,PYV5A"]W6D!V\:A>3[_G6@FSP%9U
MX5)$1C72CQH*7;CFD<[V1S'E+*HBJH0H[2^X&,]0M^&]\#G:,*7_TNS\2'DY M;Q1-5:T]2#E2W7PK:2NX%G?7DN@:8:@]6M;0 $@V^:! K>TK:RO;$UG,HC
MJZI;Z>52Q?%"]",:9&+DY9K@"R_!=48.:8'B%Y&9Q#WVBV#]L+Z0]JZ M9-&+P2;+3G0%QP/C#$SZ'2V(GPAH%Q4UG\:M@(9 5;*#;6V*X>,.@ZO\!A73
M_]_>E3:GK:7IOZ*Z7=-E5REN+UF//KN ??:1194H6,O]Y[HA7_L94N9+J M\B1P,'1B!&NW.5*T*,\HE.D84A2OY*W9*KUA_Q@Y1DCAB!31JOJ),T6LN_P) MB@/K+FC%"I>-
YD,.O^\9;-U3=K^OIWK81?FYB0A@KV,-RT%#G(CVSBHGS!_M HNU2*A6!FEH7H5:FX|HYH=Z*(;.BDW)OL.^@N0U^#E#)@<_BKB$7Q59(8_MCG9U[8]93^Q47"SRDV<48
M.!CB2]9:H0E/L,US_[T&T?^M&S#_VG M#+3M6M*[:IPD7U7-*5385?6S;ZCD-> M3:?W%DTLI? 7B]=,Z7>N (.C=B! %PB*OHJE^.)}4#HKM:*MQEFM*U7AQ=+I
M8AE(*8FVQ&IE]:%BJKC&D]O2@3^-^$=)!KXAC\'7O(T3]K>9&PT*#:O* _+;L M[&0D10'>/!6"I4@+AR,?V0;6G6G 5] MBNQ.]BC*I$3_-
O#L3/PB%^NMP,_Q^B]""!618W=@9KIWO_/+IIP2:N=<6%,Y M"DG67BR2R===PJ90!W3#QTO0-8%O8VJ^KE;_4T87X-.1()>@6B.HQVJ0. ML]\VS+BH0_EH4]VVQNNC-FG>);" T
]*C;*@)\P>XSAL*#X)>P!WD0P^&[<[M=%_6 D>/=]L(>7P6\]PJ3 QLO#*_>7*M98'*8J%_ "KM":>5#OR/V:"\@O] M-B) XA1K%JIR7:L7,;-
MH+"#0;M;+ ^3UM4).BS95XYS/0%1!!?>N:"\U91X.O_M?KPD?Q:9 M>7?I'&]S:4 :SK\Y-V&B/K2FI28&4.6517"=EB%L!Z6-E86[W<%9U02Y))1(G+.$&A52@;R4[QP5TP8>14
MJ,IZ_GE;2-%@1&32J,)^GUPGY+FDHQCML'RNKSTJMG^ F70(XEF:D(7H_39 M@O $\AOX^XI;1]P(>,]&3X*[2:?(JQ]&\ZG6)NSF5ZE!TQ*#)B\&I7>5>2N, MXK2C"B7
K)O&'N&#IE/$?-EIS-_=8\S?;1US?K4TH\#OS%.@*PXKR.&ELL[" M>$--C!VT5:'54F)R71[RKJ5*SYIB,S3%'<7H?13%7^W(;D0FT-%A8U.!VDD\
M98\AC.V+EO;04_B#), C4,%X22J9JZ40KC,_^S=@F^ADAMKA1,;!8>L%K2X M6<'(/6:S_Q(/! Q#;3D&;(D7%9)!OCU_&&U^+V6,E.)B69>.TZ5QRZO\AQS M$0LS&\>)0YF
"@$X(B^[CSL?3NH\[F:#-%KPY5/;D9_)18V5"P=W4*)G AZ[N M*]TCW&2F7*-SY*.BI%&UZ6;"TWYB;#T.6)$IF"MY%3KY.GWTG Z$X#S8GPG M2M(P)ID4
>PKG?;B!,3O:^'>$BDFX]ZJBK$@1$R,:L_F'BN/ROL829KZ.*P: MMYJ<-4-*H*A&I8"1:^4WC4VQEW^*AOGD%4KT'Q8BRYBL:KY4:^QWH HDH|4ZXN0;80-ZZ_0'Z=-)
($T3197>G\ \+1 M"ZB.6L:LN)49^:&0HD+QX.1.6;6TA2I;52*B^/-(;0VXZK1J)/4+6=M4;&< M08 T/"?,,;D*NRMQ*\!\ ,^.'"$4W4,9I6)>Y_%0U2/R6U8I4ZCN7!>+YNM,
M:^=3H_+GAJV"K-1593R**D;_J>C >?9/V_[IDV?_]$\9:+-IvRN_;-_+:.[O4J$WM?1696/E9)"_OIBZ#0_D+Q@E/4&/?5 YL:S#JM+N>_M\ZECKY"?WY*-EFV_=I89=?
JJH3/J.^UN?}CIG,.0DP_.66OD.6=>M_/)&W2\ MX=,R,5X?--2",!NSK4HW&$..E?4F61R&.LDBB$S0EJ;?7:FY%-5Y"0,DUL)E MJ[H(PKJ2G'.8UYC3$#%N>6T?*[-
(V9]2ERF;0:L=%BB[WPL519D-^D+=-]-9N" M+6@0I7!+==C-8!)?>8:$/*E0^ 8C$/5=W7Y2!^[#C3G]_&C&X)A9EG;70 MF_*E#%11*ZN1C0L-
[*,MXOYDF8QAVYT>8]9NVQ38\]#_9P[3\AB=/ G(R2\XY. W'@?"GB1LF0 MQSJ*^3C$7'M5D:,&+%5_%EMU>RU@1>$W9&(2C@MK7NH:8M>M+-79X+#'EXBA
M$7T+KJ2J.71$J10$;$4>B_MQ;I.FD43?>.?AIW<16P;D&-1+(5=!J(3D8P-Y M'N\U:I6^V.H9M!*^!9\,)$ZH9*=VVR(&,IN3I*6;,:8/41JO8*D>'1P_I$W^ MA/9$
YD(M^T>E42H4M@<Y:1-P#BVB6#*/D>S>9A^\|%_FXIBT>[$#.RND4> M4T390:A9>%\QWM8DW$R_S2+?XU1_?O'6UBDU5IB!3&.@8PX07AX,#Q0U2/R6U8I4ZCN7-
/,>E[+C4RU\M+M64/?W\/]6:[80 M<9/6,569N#D6/ ?.!=-!8C8WE?2Y3H@Q:47^'C)E]C)R,C(]B)X+$P2(P-60 MR+@:TI&NN0G7FD'V"ETBM2VJR:1#3$356)0_+U8+3"]?
I>PE$4< -/;H^`6]O MNO_$DMU>'QP[C0U%R3)O:ARJZ&/)!:$0I=1;W:%:V^5U:.W12CR:NT:KLCN& M]WY^'!$] 2I_#3W^F.;U;C"_ W)Y#'<^ACN=0QR.3/4T+KN9%RB8=5?
GDML:SY'/+6Y*-B;#'5LY"TB44"BHV:8$EKBNR$9$JH4E(E1(351$0,43:) M4_ZHHQ0JES"6RF0)#(6$O0^]-E5?9M-3DA(2W MOYY
"A1L75[LZ8(I*J!]P7',G,1QK3)G,N8(-59!396W"\H^5 MM_'K5)MQO4O!572+!*AJ$\-,KV2,$<2E(3JBXGYM[18'K#P7BQ6#PQ-5?@_%1.,J;K/Y5UN-V/@ABC]E0T9&:VG8<74=>9!
M3)C:QOQ(^Z5LH3!`U=W,%&-"%,V4G-%P-U,EY][53"&!5F&5@^FT M*TPAHI:,^B +Q-K9:AN9MJI6UVX&4D4/I2@E^O&ZI97P_H#JY0_6+JN",3LI
MF;7[^!X:9MVSFJ%>UBN)M6.P04.L6DQ;!.-N&N)3(X=]$P83 M"_(9DE2;@Y_0C,W;K>(*8\$M5^&OBL\PXZ=6/(IB@_7 CQ@F@;98=H4K*0?% ME@A-AL8$X_B A<8L#
(1RO#)QVR3V44B(6_64G_0.?-5WG6F)UQ#I=:jZV^YQ@-M+H5VH>GO.*'Y0&T[0T+N@!"ZH ?Y6L=F;2EU0#UL[%R?B0D<*YE*(4W4A IY M5FE&2>7&8Q-9!D-AS*JX3OLFE
*RYC?"R3\'A9W)MA+9G\45S_=*_635!E\5Q"8=(;9=ITD#X(%KNRMHLTO?9TWT;9=?TNY!EH-S29: !$U:4L&Z4Y1419B%OUDL
M[YA%91%-2]Y@F>%P6BTW7:,,;S16DE<>'83%=$:HB26FQUXQ]?8,E MB$JH?SB#L/FVC-"FZG(,*_D"LF.E6%9U0^HY2)54TLJIB&^+.[)VMY/[#!F<
M:X2'JE#\V*7Y2@Y,\FGHG+43,@?(?A9V)NVV>'(T3/4BT3"SN#YNJ,.S'O&)H@>U]6YXT'U*MDZ6 MYR.2_BR:]$V@2GK&X?)V9(;&N3.F:A[AW4/7#]L/-<>E=:,;F:P1^Y{JO'E#<
MMTO2\62E7M>]_K:R4'%!R+-CHLB;^R*,M]FFC8&I\!VI,@52]5M/9\GJ6#C M(QE(ALRV:'4S_]:9(MWP'J]@&N>:<,AGR<2JH;]%*>= %V##^'RF8LE,V7:O7 M.RP?
B;!L&IA")V@;A$M0(6UCT1]DD!+09*>B2QKEGG+?* 5L3V:8/^%,V#1> MQ=:FI936V)G(AENO2E4% MF:JW9S$B04.!GC_TGM\+MZ#*GE!-E7',DZ5?,.0\SS M51A?
EIR$*11$Y(9$6N%K4"A"G0B$9CO)$D"IV&F(MPXMTTJG2/5IE\D#F44 M8G3TC%$&^;8=I9TJQ:0$MV)=S- M\%!=DXA9V3),2+CL.SJEW1LBPUG6(VTY44)>]=8W>A'QWE2-
4["9ZWj+^?^ M"GX$29A)N(I/-5HLJKQ;<+Z0BC10_@1X)H5'8%!7LX5N3TJG M^2K55 OCM1"&C$-8^%.UNJI/1 YXF,,,%TG&;,&*83E+@NE&, R1Q-5/?&*5
MU6\.7C;6CTS94AD&V ?(?_;0U$(>.P?D|%;)G|/47P42U4,BS.J"&*:5ATL=N(5I]AUBTDIT2U;Q? M6M<.]6=512??&X$NMWUK7+@V|EM^UO;
KR.C?]^-N&=NX1]22M8XF#B*:#, M^[1[KGBY;I&5D,.!8 #\E,\6X4F5#],;(8KD*D#*P$Y^5^HZ9FFV9D*I^ M\); ,"2_K*A=6NY(,L]P4A'FS&X%MOV?<*9R7HX*7H?
6D5+4DG)!3VMC):< M'AP,>'^JK'"O1O-(V.BJGS8AY;Q6[?1ADVC'":EE%32-O-QC5*T@M5"T'4OOR\E3D8*&TW=6[-LMMVZR2:RUS3@Y. M28Z\.G@CZ'V_L>?
V&_"?]S&]^-3!S\R3JZ\9*U)' #4Y5 ML*2U_Z*8]WLA=;P/*V1;MEDE+=,5QJ%E0N,1 E^H\,22W(9$(()&9"X7FRQ M7*'SP-'(E3^##]]@$QC&S,)S1!<2T*1"YT?#*SJ9Q3;7|6]_BI;
MY*4(IU!G\2@WF,(@-,Y>]OBPAQM1CB)R$N3<+F1FL>$VF:0K"DT(Q(YO9=% M6=A,D=V,O,%FCHVD^C8@J0(E> MB) \=Q58D*X-N.?8?\!/099'"@"2'!S+,.@!(Y9BU8=P,I--
=H(T^(\=)!HCX M% FNHCQVO0NIKULAS'6*APT>5TF?]X <-3Y+'FYN!WA-[5H-L#V!PH?$Q)TM MX)<-Q(BT^U 'JB@Y#'PL6)%)*X O9JFF(R87)4=1M$^9@BV44:/R7*I:NF$!
MV]$G51:$U!KD"Q"DA$;^ LNL9K"2\BA M*;_N.Y*:3+E0>Z]\JE?4_9>V1$4*BWN_$-JG["#43_S)FH-2YM-4 ME8K-(BT[7)-;M3$Z)
,MTTTPOZD)4DC,O9"E9+VX"VBNBIV@ROQ9Y)C^2!(-MN<6YN(AK.VFG&F?\H9@T!2%WI]HH$9E9A2QES9\\C"IN >?(OU:XW"2T#K=A:EV$ M:?@4!Z44%A$
*L!"B;N6L6&"QNBT)PIS,?5#>D%X8;>2,]9AGY4913V6JG M-QJ-2>/76NC3P7T-2M>V]\ADB MZ"6Q>JO2P@$/4\Y.3I_K6G+OQM-?+=[X0 .[(.P#!#15VK4*2ND$,I#:H&L1
M3(.E"@DV@_H-;1[+%F)0;U"EV/6R>.0-H9UL_%-?7T(4@7ML^$2U,-EX]O[+LF6Z,AAV7+X^&3+>9A@ M-<_G V=X#2H3*!]_W,WGTI2-V4+FBCIUD'&/_OJ7UR|!S\0]*!4>

!6RF/L MH-%Y+%J;QZ7V#)*U/P,-E14?4'?0\)\YY8L>'1V^=3KOUJ?&=.#HZ=+P#Y\5; M. A82KG.&4 M S:[<\.K#?5'(+V^2V!]CF%_GB0!F.^8ZC+!P[+,O7B,W8 =[_2P"B\.8Z=U M$\.K.ZB&S>F&UK[\+/,G<-J'2SA*0)@=W4$.-Z<[!0DWP+C:TOEXX+13_Q;+ M",DM^@>&?$.\V_D8H//(9+P\IKY^OT2Lf\N=A>1CB$@TMZQWN)I@J0_BP%)* M$A$./W2 8E1*P=H]#C&.N%ALM4A4*I*4JJ/V/0[CW 'KPA2EW0GC MPC59(EPA'80S^\T@%28%2[#]- "_\X":0G_59)C;'+R8)FTQ^-V/W$7K!M;Z4[R)FKEX-_'^\]#VV?)+0/4,3#+*D5H8KW6=:|/-M6C=]U',CJ;?"31+QJ4.0H9(L_)P@^YP@^_T)LB+MYO[Z/EM?$=#O;5'3VIB/D M+- Z/.X:A]Y1$X\W#,"?PLAU>+KI_G\/+?XHQS8G+ P@T<98E@H?% M5P0;9J@*Z(7+ HQ.I^C)2)_0R&>H!<,C-?(+YHEF&S5"D^)>W13\>;I*8Z1G MQJXJ >\7 1ARO!QW1\3*40W0)+#28G -BB-@D*32D)*150%1KB?PM("(M9B-_M@]1+(8TC.9C M>*C-T&4&9;?#L$2\A)$';C529'6@6MRGM6Y;B%Q<:J_==X73GBE4Z-G /:>% M.G]G!2(GESX35(9 ><5A;NB=IB$6ACLWX376Q\#5L*-]!/"20DLAF,K!5G[%FVZ O%DW+[(NRG962$1YZ$ MK8#X3[FDG*V->V?)*&+4 EVSN; X"-F T(@X4SU_B7X$E, (!:8&P%*ZC10,< M):G5'!OSU<[(+XCF3!?\H #"NAQSZ<)2TE&3%G%/]?'60A+S0#K;<-J&(&,C M/UV;2@A*2O9G^5;J[561*9WW>!B1H4HB-ED!$9|$OI8H\#+7^2=5KF(6-TZ@ M;TMERCWU+8P=,3X0SI#!R9+2MB3=H,*M6/\$G4+!L8R6*P;OM?__+R MS>]) @#C*IOA"@38!-%F24?48Z,D V%<%CK/WH\$YD#TA<)PJ.&F[GR-V%E M?BN:1,;UIH-A>)]]"?"4)D3L'KP*9.5Z*(4X(PDZO!,M2XJD:U]KY=1^-HJ7?#GJ#H$G8? M#. "Q]"(&@(A1@Q(./K%)6@D9K427Y R(4^ A6=H'0Z%K5G<814(LX+!S_H\ MYDB'6-:) #VD(QF8,I? U5 7;ELDY<@4ZD/)=$PBZ-B)0Z*1(?:9]#=REU(40 MFXN%BA'6<\HB$.S@0A\L[[-===TBBIRX=RA#%B\0SR:+_AK#MJ(8L$J=Q;BA'\&N!\M===EZ MW@'_DED,ZBF- L6U[A1[][_=W;(Z%&RBFQ62_CB&OZH5\Z=W?]M3P,4\/WC07 M;8FU"93L8+<_(RP]182ET8?.T+FX'+0_M(:>T^]=.<-6%_XX'WC>1Z]W?:'KVOW><#2XA"\Z/:? 5;O<'9ZU>VW,^=T8?G-$'-M#[X>P0VMKC.\?#<[H OAQY^*'G?7:.^] ?_H'O[ER-G MX+WW!AX^;=2G2P>776^(?PT\N'{@=5NC3N\-5<&FK MYPR]]HC3[SFO7AR]/#Q2KSWW>MX FM5_U^VUT@=*)\!$WR67O##:!WKMG MTS%CYU>]68=7K8_T,9\(F*V;>-]$R |\#\DED[3\":94(2 H8XL1@Z,&JS& M\PAM#'1'P!_AC$T25+*1+"DD;XD8" A>;@#Y;78?[;!>+5!+134T-5YL*F*! M#SK)&B324H"G]7>DN:Y5?@7>=QF3.YMNSYRSB-WFA65PUS: *.PX_S;6 H'C,7!<'L2FR/*9'QTF? X$7^I*4F2?BIAOU M+/-;$-KMM$B1N0&7UM7/4BBW]) MN!AV[XHD2%&\I6/;@H A4XN>4I6XPS([MU$F>6WM'9$RV@[EQ;)<8XO&"TQ/D0LS!"DZ^CY(WN8*STF#A*?HJ- \O/PEY M*=/KN("S+-D&Y/65!X0*+@H^:T@PS+!HA%PO!%OBT<3&"0&38%LXA*5H@O%= M.W\M/- *4LVXV:K2LX0'_3CDFJY8W+SG34O9M&/1\M#KWQON;=V7%T&X>QHUB M :^W&!.)C!+F",8D$JCPU5P[=^Z32T8AN=1O?5LVL)OY&GLP;-->W+(\[>4A M@6+*QM!X)E.>L$QS#A8%*9ZH"IEV0)S#HW!+V0*COKTW[LO MSN=6YY,'-J3X5-Y?=KO><.1X_SM"1\\%6HBCD3AX+BZZG7;K79<\-N@!^<*F M#],9.1],\.36)W+.M)S1H-/JXCU_7 Z^D!)UW:]<_CR8M!O>Y"ChLZ=L\[M:X>Z7YS^ *1GUJ#SA[_1]:< W1VKN]]_N"17^@=/.G.Z?2HJ@'<@L.Q&.&#L-W*>>3U!U_V*\=RKR49 M-&T/S.WW'7)+M49.KP]-OQAX0VA7"UU=,&CG.*[XY!&\H^=]498ZOR4_1:VA MN=\[.X!9P0]#'C&ZX7-G" ^EE]4\Y'/_LGL&+8%.P3S@1=XG:L)[H]L9B1/! M=8.>]P\<7]_WOC]'QLNAO[. ^_CN- ,]&=:]H[!W,=UKM?_3ZG[O>V;G]*:P MY1"K[@LC'>>U\-IOFS#8-.;1AI. ^PYS"BL)1NYC'Q>%3 ;T"E@2 MUA4WD;T@,@UM<>11O^$-RO4'LN/)2<.WC96&0TS6;P;-5F=*=,1PM! (_\1T+ M]S ^C04XDE@:Q3>P)@):.12+D10!PK"%<'GNC$+5[@5%8W+&,Q)*Z70]S=>&+2* ML^DRL;IB_'9C4)&NA]B:0.^N:9+'.GX?Z&- 0W(SZN\]VN[#C)6!C"<- MI=CH)T245*;S^'<|U(@_3;OJH,%AS*VO0R%,J;0!SS.[SRH72(9'ZD?*6;HB M0>P[E9.9\.GY7@WN:J4#2\(MF^V8:C]#)]=)'$VXJD.XQ^WD4BS1/3[_>+L M/? UU]+LK26CH6R^_HN:)L;1<;Q;?GK X;JRP,.&Z#2C5C2N1>XG#GH.'%AUW MSJ##LU3CN@X?S1B4WH3]3+14)(";D%1NR\&'D<95RCN[M>'FB.3'X>T6KN]08ZE5=X+&1DAQ.R@Q ^8B)!Z%F>"B.0 0HU!T!=L"PAV0] MJ@H?_2R,_HFPTZ)I$J63U9Q+X3)NAF+"2#'D*T0-^1'6.9-^1BO+P$?@.;.94 MG#XD#LM/*ARQ- 3(@-.MJ0,H)5T9WIZG@F&*M+L_%%4+I6CW 0Z5_,5&TZZ[-O$^OZ8#D?]>>$+IMQ M$C27LF*DR'#":0.Y9-(_A#YEC3^X(ADZU0V\E@8J$2PL7ID-Z+&;;X44,4KU M!J4O))R/*9>"P>\UQI=#C O![S]N]UN__/P M3B#&ASMB^/V2[HTR^N1WNW>PFU'P7[!%P7C\^OAU<'H:O#IY^=I_!?;E^&5P M? #J9C"=';UX?!__W\NUOC\,GE#L:'A*)MH>ICCUO.'0^&/YWWO/P[HBX@'$]?O.$(([C#'9"QFR'U M-HN)P87SD1 X.).WVVTS@ =_R>Z'F7^+COOU"S#YL,(<%5+H4AJ'Z]J^-ZZC MS12'GBT?R2]7.Q\DYVMCQG25B8\;1A3[C>&2+)PMO-L/1L;-8X-%4YQ+D#RH V\02MJ2+ODU'7]9(<G,>-L!%< M,N^8+/UYKA-Q6"!E U"_MQ*1%7_E!A(4Y.GSQ#W);,0!&- H%+R/9C(%SQ33W-)-O^>'X!6T$4Y0HJ234: !X9_5FU\?O'!]&E^^A&XO M_5B^?6 VO6W95#^[>WIP=O#^I\/#X[T;W^C9_/SH0<9K*3_^NWDMX(6\O?C MQ3?G*#]M>) 7,\'M_^W/V#RGNZ'[MS&1E32PH^.WKXZ/3XY/#XY.RDNS7CKK M4?D;S5S5\?*W<1*LX;_KY7SVW_\/4$L#!!0 ("). 5E]?Q8+? < &TE M 8 97AH:6)I=#,Q+3%X,#9X,S\,C0N:'1M[5I=;QNW$GWOKV =-'4 M299D]!EQX"N!=^;6^# 'V\X"YGMD$

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Filerfalsefalsefalse568931308451800088205000485374000688723000376200028100002393700019076000345360003502100063212700083383500075404000294350004601045000-441000162164111621641180248600080248600-1000316000-822649000660510000811019000773063000937118000861500067120001680400012321000861500067120001680400012321000149500011080002122000166200077401010581700093700000-197889000-184313000812000082540001700900016345000157900016400003213000314400096118000-83806000-177667000-164824000-1.69-1.69-1.51-1.51-3.14-3.14-2.97-2.97568025465680254655604330556043305659301156593011554357965543579655435796-96118000-83806000-177667000-164824000420000-459000-604000036650000-96076000-84265000-178271000-161159000721614890007200024365230000-441000-822649000162164110008024860008110190006460006460008064330001000586300058640009234000923400081549000-815490007296792200073000245162000010870009041980001621641100080248600074392200042000-42000012356800010990001099000115650001156500096118000-961180007309149000073000246428400010450001621641100080248600066051000071256118000710002386325000-12535000-4705610001621641100080248600011008140004124000-412400050166000010002466000246700010139000101390000-81018000-810180007175777800072000239893000084110005515790001621641100080248600010365260004590004590001934080002380002380001173700011737000-83806000-838060007195118600072000241090500088700006353850001621641100080248600096423600017766700016482400029410003597000207990002187600051360005738000390001500005659000526300015300009520004500048610007179000-486000-21030002680006837000-6425000-1161000-7376000-67130000-2123000-172456000-161931000348604000232486000510669000337453000299000396000400001500001618060001047210006963000270400069630002704000-36870005456060008820500013925900084518000847530004200060000-603000801000Overview and Basis of Presentation References to Agios Throughout this Quarterly Report on Form 10-Q, "Agios," "the company," "we," "us," and "our," and similar expressions, except where the context requires otherwise, refer to Agios Pharmaceuticals, Inc. and its consolidated subsidiaries, and "our Board of Directors" refers to the board of directors of Agios Pharmaceuticals, Inc. Overview We are a biopharmaceutical company committed to transforming patients' lives through leadership in the field of cellular metabolism, with the goal of creating differentiated medicines for rare diseases, with a focus on classical hematology. With a history of focused study on cellular metabolism, we have a deep and mature understanding of this biology, which is involved in the healthy functioning of nearly every system in the body. Building on this expertise, these learnings can be rapidly applied to our clinical trials with the goal of developing medicines that can have a significant impact for patients. We accelerate the impact of our portfolio by cultivating connections with patient communities, healthcare professionals, partners and colleagues to discover, develop and deliver potential therapies for rare diseases. We are located in Cambridge, Massachusetts. The lead product candidate in our portfolio, PYRUKYND® (mitapivat), is an activator of both wild-type and mutant pyruvate kinase, or PK, enzymes for the potential treatment of hemolytic anemias. In February 2022, the U.S. Food and Drug Administration, or FDA, approved PYRUKYND® for the treatment of hemolytic anemia in adults with PK deficiency in the United States. In November 2022, we received marketing authorization from the European Commission for PYRUKYND® for the treatment of PK deficiency in adult patients in the European Union, or EU. In December 2022, we received marketing authorization in Great Britain for PYRUKYND® for the treatment of PK deficiency in adult patients under the European Commission Decision Reliance Procedure. In addition, we are currently evaluating PYRUKYND® in clinical trials for the treatment of thalassemia, sickle cell disease, or SCD, and in pediatric patients with PK deficiency. We are also developing (i) AG-946 (tebapivat), a novel PK activator, for the potential treatment of lower-risk myelodysplastic syndrome, or LR MDS, and hemolytic anemias, and (ii) AG-181, our phenylalanine hydroxylase, or PAH, stabilizer for the potential treatment of phenylketonuria, or PKU.
 In addition to the aforementioned development programs, in July 2023 we entered into a license agreement with Alnylam Pharmaceuticals, Inc., or Alnylam, for the development and commercialization of products containing or comprised of an siRNA preclinical development candidate discovered by Alnylam and targeting the transmembrane serine protease 6, or TMPRSS6, gene, and we have begun preclinical development of a product candidate for the potential disease-modifying treatment of patients with polycythemia vera, or PV, a rare blood disorder.
 We are subject to risks common to companies in our industry including, but not limited to, uncertainties relating to conducting preclinical and clinical research and development, the manufacture and supply of products for clinical and commercial use, obtaining and maintaining regulatory approvals and pricing and reimbursement for our products, market acceptance, managing global growth and operating expenses, availability of additional capital, competition, obtaining and enforcing patents, stock price volatility, dependence on collaborative relationships and third-party service providers, dependence on key personnel, potential litigation, potential product liability claims and potential government investigations. Alnylam License Agreement On July 28, 2023, we entered into a license agreement with Alnylam under which we acquired the rights to develop and commercialize Alnylam's novel preclinical siRNA targeting the TMPRSS6 gene, as a potential disease-modifying treatment for patients with PV. Because the acquired assets do not meet the definition of a business in accordance with Accounting Standards

Codification, or ASC, 805, Business Combinations, we accounted for the agreement as an asset acquisition. In accordance with the license agreement, in the twelve months ended December 31, 2023, we made an up-front payment to Alnylam and recognized in-process research and development of $17.5 million. We will also pay Alnylam for certain expenses associated with the development of the TMPRSS6 program, and these will be recorded in our Consolidated Statements of Operations as incurred. Additionally, we are responsible to pay up to $130.0 million in potential development and regulatory milestones, in addition to sales milestones as well as tiered royalties on annual net sales, if any, of licensed products, which may be subject to specified reductions and offsets. Sale of Oncology Business to Servier and Sale of Contingent Payments and Royalty Rights On March 31, 2021, we completed the sale of our oncology business to Servier Pharmaceuticals, LLC, or Servier, which represented a discontinued operation. The transaction included the sale of our oncology business, including TIBSOVO®, our clinical-stage product candidates vorasidenib, AG-270 and AG-636, and our oncology research programs for a payment of approximately $1.8 billion in cash at the closing, subject to certain adjustments, and a payment of $200.0 million in cash, if, prior to January 1, 2027, vorasidenib is granted new drug application, or NDA, approval from the FDA with an approved label that permits vorasidenib's use as a single agent for the adjuvant treatment of patients with Grade 2 glioma that have an isocitrate dehydrogenase, or IDH, 1 or 2 mutation (and, to the extent required by such approval, the vorasidenib companion diagnostic test is granted an FDA premarket approval), or the Vorasidenib Milestone Payment, as well as a royalty of 5% of U.S. net sales of TIBSOVO® from the close of the transaction through loss of exclusivity, and a royalty of 15% of U.S. net sales of vorasidenib from the first commercial sale of vorasidenib through loss of exclusivity, or the Vorasidenib Royalty Rights. The Vorasidenib Milestone Payment, Vorasidenib Royalty Rights and royalty payments related to TIBSOVO® are referred to as contingent payments and recognized as income when realizable. Servier also acquired our co-commercialization rights for Bristol Myers Squibb's IDHIFA® and the right to receive a $25.0 million potential milestone payment under our prior collaboration agreement with Celgene Corporation, or Celgene, and following the sale Servier will conduct certain clinical development activities within the IDHIFA® development program. In October 2022, we sold our rights to future contingent payments associated with the royalty of 5% of U.S. net sales of TIBSOVO® from the close of the transaction through the loss of exclusivity to entities affiliated with Sagard Healthcare Partners, or Sagard, and recognized income of $127.9 million within the gain on sale of contingent payments line item in our Consolidated Statements of Operations for the year ended December 31, 2022. In February 2024, Servier announced that it received filing acceptance and priority review from the FDA for its NDA for vorasidenib for the treatment of certain IDH-mutant diffuse glioma and accelerated assessment from the European Medicines Agency, or EMA, for its Marketing Authorization Application, or MAA, for vorasidenib. The FDA assigned the NDA a Prescription Drug User Fee Act, or PDUFA, action date of August 20, 2024, and Servier anticipates that the European Commission will approve its MAA in the second half of 2024. In May 2024, we entered into a purchase and sale agreement to sell the Vorasidenib Royalty Rights to Royalty Pharma Investments 2019 ICAV, or Royalty Pharma, for $905.0 million in cash, which sale is contingent upon NDA approval of vorasidenib by the FDA on or before October 31, 2024, and other customary closing conditions. Upon consummation of the sale, Royalty Pharma will acquire 100% of the Vorasidenib Royalty Rights payments made by Servier on account of up to $1.0 billion in net sales for each calendar year. In addition, any such Vorasidenib Royalty Rights payments made by Servier on account of U.S. net sales in each calendar year in excess of $1.0 billion will be split, with Royalty Pharma having the rights to a 12% earn-out on those excess payments and Agios retaining the rights to a 3% earn-out on those excess payments, or the Retained Earn-Out Rights. We retain our rights to the potential Vorasidenib Milestone Payment. Basis of Presentation The condensed consolidated balance sheet as of June 30, 2024, the condensed consolidated statements of operations, comprehensive loss and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and the condensed consolidated statements of cash flows for the six months ended June 30, 2024 and 2023 are unaudited. The unaudited condensed consolidated financial statements have been prepared on the same basis as the annual financial statements and, in the opinion of our management, reflect all adjustments, which include only normal recurring adjustments, necessary to fairly state our financial position as of June 30, 2024, our results of operations and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and cash flows for the six months ended June 30, 2024 and 2023. The financial data and the other financial information disclosed in these notes to the condensed consolidated financial statements related to the three and six-month periods are also unaudited. The results of operations for the three and six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the year ending December 31, 2024 or for any other future annual or interim period. The condensed consolidated balance sheet data as of December 31, 2023 was derived from our audited financial statements, but does not include all disclosures required by U.S. generally accepted accounting principles, or U.S. GAAP. The condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2023 that was filed with the Securities and Exchange Commission, or SEC, on February 15, 2024. Our condensed consolidated financial statements include our accounts and the accounts of our wholly owned subsidiaries. All intercompany transactions have been eliminated in consolidation. The condensed consolidated financial statements have been prepared in conformity with U.S. GAAP. Use of Estimates The preparation of our condensed consolidated financial statements requires us to make estimates, judgments and assumptions that may affect the reported amounts of assets, liabilities, equity, revenues and expenses and related disclosure of contingent assets and liabilities. On an ongoing basis we evaluate our estimates, judgments and methodologies. We base our estimates on historical experience and on various other assumptions that we believe are reasonable, the results of which form the basis for making judgments about the carrying values of assets, liabilities and equity and the amount of revenues and expenses. The full extent to which pandemics or public health emergencies, may in the future directly or indirectly impact our business, results of operations and financial condition, including expenses, reserves and allowances, clinical trials, research and development costs and employee-related amounts, will depend on future developments that are highly uncertain. Liquidity As of June 30, 2024, we had cash, cash equivalents and marketable securities of $645.3 million. Although we have incurred recurring losses and expect to continue to incur losses for the foreseeable future, we expect our cash, cash equivalents and marketable securities to be sufficient to fund current operations for at least the next twelve months from the issuance of the financial statements. If we are unable to raise additional funds through equity or debt financings, we may be required to delay, limit, reduce or terminate product development or future commercialization efforts or grant rights to develop and market products or product candidates that we would otherwise prefer to develop and market ourselves. 1750000013000000018000000002000000000.050.15250000000.0512790000090500000000.120.03 Basis of Presentation The condensed consolidated balance sheet as of June 30, 2024, the condensed consolidated statements of operations, comprehensive loss and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and the condensed consolidated statements of cash flows for the six months ended June 30, 2024 and 2023 are unaudited. The unaudited condensed consolidated financial statements have been prepared on the same basis as the annual financial statements and, in the opinion of our management, reflect all adjustments, which include only normal recurring adjustments, necessary to fairly state our financial position as of June 30, 2024, our results of operations and stockholders' equity for the three and six months ended June 30, 2024 and 2023, and cash flows for the six months ended June 30, 2024 and 2023. The financial data and the other financial information disclosed in these notes to the condensed consolidated financial statements related to the three and six-month periods are also unaudited. The results of operations for the three and six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the year ending December 31, 2024 or for any other future annual or interim period. The condensed consolidated balance sheet data as of December 31, 2023 was derived from our audited financial statements, but does not include all disclosures required by U.S. generally accepted accounting principles, or U.S. GAAP. The condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2023 that was filed with the Securities and Exchange Commission, or SEC, on February 15, 2024. Our condensed consolidated financial statements include our accounts and the accounts of our wholly owned subsidiaries. All intercompany transactions have been eliminated in consolidation. The condensed consolidated financial statements have been prepared in conformity with U.S. GAAP. Use of Estimates The preparation of our condensed consolidated financial statements requires us to make estimates, judgments and assumptions that may affect the reported amounts of assets, liabilities, equity, revenues and expenses and related disclosure of contingent assets and liabilities. On an ongoing basis we evaluate our estimates, judgments and methodologies. We base our estimates on historical experience and on various other assumptions that we believe are reasonable, the results of which form the basis for making judgments about the carrying values of assets, liabilities and equity and the amount of revenues and expenses. The full extent to which pandemics or public health emergencies, may in the future directly or indirectly impact our business, results of operations and financial condition, including expenses, reserves and allowances, clinical trials, research and development costs and employee-related amounts, will depend on future developments that are highly uncertain. 645300000Summary of Significant Accounting Policies There have been no material changes to the significant accounting policies previously disclosed in our Annual Report on Form 10-K for the year ended December 31, 2023. Recent Accounting Pronouncements Accounting standards that have been issued by the Financial Accounting Standards Board or other standards-setting bodies that do not require adoption until a future date are not expected to have a material impact on our financial statements upon adoption. Recent Accounting Pronouncements Accounting standards that have been issued by the Financial Accounting Standards Board or other standards-setting bodies that do not require adoption until a future date are not expected to have a material impact on our financial statements upon adoption. Fair Value Measurements We record cash equivalents and marketable securities at fair value. ASC 820, Fair Value Measurements and Disclosures, establishes a fair value hierarchy for those instruments measured at fair value that distinguishes between assumptions based on market data (observable inputs) and our own assumptions (unobservable inputs). The hierarchy consists of three levels: Level 1 - Unadjusted quoted prices in active markets for

identical assets or liabilities. Level 2 - Quoted prices for similar assets and liabilities in active markets, quoted prices in markets that are not active, or inputs which are observable, directly or indirectly, for substantially the full term of the asset or liability. Level 3 - Unobservable inputs that reflect our own assumptions about the assumptions market participants would use in pricing the asset or liability in which there is little, if any, market activity for the asset or liability at the measurement date. The following table summarizes our cash equivalents and marketable securities measured at fair value and by level on a recurring basis as of June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.707%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.650%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Cash equivalents</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,203 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,474 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,677 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total cash equivalents</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,203 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,474 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">45,677 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Marketable securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Certificates of deposit</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,878 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,878 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,260 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,260 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">150,793 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">150,793 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,847 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">—

</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,847 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total marketable securities</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">560,778 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">560,778 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total cash equivalents and marketable securities</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,203 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">590,252 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">606,455 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Cash equivalents and marketable securities have been initially valued at the transaction price and are subsequently valued, at the end of each reporting period, utilizing third-party pricing services or other observable market data. The pricing services utilize industry standard valuation models, including both income and market-based approaches, and observable market inputs to determine value. After completing our validation procedures, we did not adjust or override any fair value measurements provided by the pricing services as of June 30, 2024. There have been no changes to the valuation methods during the six months ended June 30, 2024, and we had no financial assets or liabilities that were classified as Level 3 at any point during the six months ended June 30, 2024. We record cash equivalents and marketable securities at fair value. ASC 820, Fair Value Measurements and Disclosures, establishes a fair value hierarchy for those instruments measured at fair value that distinguishes between assumptions based on market data (observable inputs) and our own assumptions (unobservable inputs). The hierarchy consists of three levels: Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities. Level 2 – Quoted prices for similar assets and liabilities in active markets, quoted prices in markets that are not active, or inputs which are observable, directly or indirectly, for substantially the full term of the asset or liability. Level 3 – Unobservable inputs that reflect our own assumptions about the assumptions market participants would use in pricing the asset or liability in which there is little, if any, market activity for the asset or liability at the measurement date. The following table summarizes our cash equivalents and marketable securities measured at fair value and by level on a recurring basis as of June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.707%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.650%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Cash equivalents</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,203 </td><td 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style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,677 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total cash equivalents</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 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#000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">45,677 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"

style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Marketable securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Certificates of deposit</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,878 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,878 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,260 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,260 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">150,793 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">150,793 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,847 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,847 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total marketable securities</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">560,778 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">560,778 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total cash equivalents and marketable securities</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,203 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">590,252 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">606,455 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
16203000294740000456770001620300029474000045677000011878000011878000010226000001022600000150793000015079300002958470000295847000056077
Securities Our marketable securities are classified as available-for-sale pursuant to ASC 320, Investments – Debt and Equity Securities, and are recorded at fair value. Unrealized gains and losses are included as a component of accumulated other comprehensive loss in the condensed consolidated balance sheets and statements of stockholders' equity, and a component of total comprehensive loss in the condensed consolidated statements of comprehensive loss, until realized. Unrealized losses are evaluated for impairment under ASC 326, Financial Instruments - Credit Losses, to determine if the impairment is credit-related or noncredit-related. Credit-related impairment is recognized as an allowance on the condensed consolidated balance sheets with a corresponding adjustment to earnings, and noncredit-related impairment is recognized in other comprehensive income, net of taxes. Realized gains and losses are included in investment income on a specific-identification basis. There were no material realized gains or losses on marketable securities for the three and six months ended June 30, 2024 or 2023. Marketable securities at June 30, 2024 consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.707%"></td><td style="width:1.0%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td

style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.650%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Current:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Certificates of deposit</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,885 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,878 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">77,271 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(93)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">77,178 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">147,335 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(311)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">147,024 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,719 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(426)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,294 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Current</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">486,210 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(837)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">485,374 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,132 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(58)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,082 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(31)</td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,769 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46,681 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(133)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46,553 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Non-current</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,613 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(222)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,404 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total marketable securities</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">561,823 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,059)</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">560,778 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Marketable securities at December 31, 2023 consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.707%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.650%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Current:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">30,876 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(56)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">30,820 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">247,460 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(695)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">246,959 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">411,045 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">874 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(975)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-

align:bottom">410,944 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Current</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">689,381 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,068 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,726)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">688,723 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,802 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,832 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,986 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,061 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,430 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">112 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,542 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Non-current</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,218 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">217 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,435 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total marketable securities</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">718,599 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,285 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,726)</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">718,158 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> As of June 30, 2024 and December 31, 2023, we held both current and non-current investments. Investments classified as current have maturities of less than one year. Investments classified as non-current are those that: (i) have a maturity of greater than one year, and (ii) we do not intend to liquidate within the next twelve months, although these funds are available for use and, therefore, are classified as available-for-sale. As of June 30, 2024 and December 31, 2023, we held 194 and 151 debt securities, respectively, that were in an unrealized loss position for less than one year. We did not record an allowance for credit losses as of June 30, 2024 and December 31, 2023 related to these securities. The aggregate fair value of debt securities in an unrealized loss position at June 30, 2024 and December 31, 2023 was $538.0 million and $513.5 million, respectively. There were no individual securities that were in a significant unrealized loss position as of June 30, 2024 and December 31, 2023. We regularly review the securities in an unrealized loss position and evaluate the current expected credit loss by considering factors such as historical experience, market data, issuer-specific factors, and current economic conditions. We do not consider these marketable securities to be impaired as of June 30, 2024 and December 31, 2023. Our marketable securities are classified as available-for-sale pursuant to ASC 320, Investments – Debt and Equity Securities, and are recorded at fair value. Unrealized gains and losses are included as a component of accumulated other

comprehensive loss in the condensed consolidated balance sheets and statements of stockholders' equity, and a component of total comprehensive loss in the condensed consolidated statements of comprehensive loss, until realized. Unrealized losses are evaluated for impairment under ASC 326, Financial Instruments - Credit Losses, to determine if the impairment is credit-related or noncredit-related. Credit-related impairment is recognized as an allowance on the condensed consolidated balance sheets with a corresponding adjustment to earnings, and noncredit-related impairment is recognized in other comprehensive income, net of taxes. Realized gains and losses are included in investment income on a specific-identification basis.00 Marketable securities at June 30, 2024 consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.707%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.650%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Current:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Certificates of deposit</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,885 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,878 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">77,271 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(93)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">77,178 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">147,335 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(311)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">147,024 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,719 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(426)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,294 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Current</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">486,210 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(837)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">485,374 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,132 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(58)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">25,082 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(31)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,769 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46,681 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(133)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46,553 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Non-current</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,613 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(222)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,404 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total marketable securities</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">561,823 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,059)</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">560,778 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Marketable securities at December 31, 2023 consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.707%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.647%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.650%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Current:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">30,876 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(56)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">30,820 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">247,460 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(695)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">246,959 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"

style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">411,045 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">874 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(975)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">410,944 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Current</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">689,381 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,068 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,726)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">688,723 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">U.S. Treasuries</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,802 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,832 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Government securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,986 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,061 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,430 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">112 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,542 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total Non-current</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,218 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">217 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,435 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total marketable securities</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">718,599 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,285 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,726)</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">718,158 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
1188500007000118780007727100093000771780001473350000311000147024000249719000100042600024929400048621000010008370004853740002513200086
style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Inventory, which consists of commercial supply of PYRUKYND®, consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:73.900%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td

style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.597%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Raw materials</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">51 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Work-in-process</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,691 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,568 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Finished goods</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,156 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,457 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total inventory</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,937 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">19,076 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Inventory, which consists of commercial supply of PYRUKYND®, consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:73.900%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.597%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Raw materials</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,457 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Work-in-process</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,691 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,568 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Finished goods</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,156 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,457 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total inventory</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,937 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">19,076 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 900005100021691000175680002156000145700023937000019076000Leases Our building leases are comprised of office and laboratory space under non-cancelable operating leases. These lease agreements have remaining lease terms of approximately four years and contain various clauses for renewal at our option. The renewal options were not included in the calculation of the operating lease assets and the operating lease liabilities as the renewal options are not reasonably certain of being exercised. The lease agreements do not contain residual value guarantees. The components of lease expense and other information related to leases were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:62.788%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.818%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.818%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.940%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.946%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease costs</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,806 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,806 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,613 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,613 </td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of operating lease liabilities</td><td colspan="2" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,678 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,544 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,331 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,064 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> We have not entered into any material short-term leases or financing leases as of June 30, 2024. In arriving at the operating lease liabilities as of June 30, 2024 and December 31, 2023, we applied the weighted-average incremental borrowing rate of 5.7% for both periods over a weighted-average remaining lease term of 3.7 and 4.2 years, respectively. As of June 30, 2024, undiscounted minimum rental commitments under non-cancelable leases were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:86.217%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.583%"></td><td style="width:0.1%"></td></tr><tr style="height:6pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining 2024</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,810 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,507 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,151 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,755 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,479 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Undiscounted minimum rental commitments</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">71,702 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,082) </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liabilities</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">64,620 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> We provided our landlord a security deposit of $2.9 million as security for our leases, which is included within other non-current assets on our condensed consolidated balance sheet. In August 2021, we entered into a long-term sublease agreement for 13,000 square feet of the office space at 38 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through December 2024. In April 2022, we entered into a long-term sublease agreement for 27,000 square feet of the office space at 64 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through April 2025. In May 2023, we entered into a long-term sublease agreement for 7,407 square feet of office space on the first floor of 64 Sidney Street, Cambridge, Massachusetts, with the term of the lease running through April 2025. We recorded operating sublease income of $1.6 million and $1.4 million for the three months ended June 30, 2024 and 2023, respectively, and $3.2 million and $2.8 million for the six months ended June 30, 2024 and 2023, respectively, in other income, net in the condensed consolidated statements of operations. We hold security deposits from our sublessees of approximately $1.2 million which is recorded within other non-current assets on our condensed consolidated balance sheet.</div><div style="text-align:justify">
</div><div>As of June 30, 2024, the future minimum lease payments to be received under the long-term sublease agreements were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:86.180%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.620%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining 2024</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,565 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,310 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,875 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>P4Y<div style="margin-bottom:6pt;margin-top:6pt">The components of lease expense and other information related to leases were as follows:</div><div style="margin-bottom:6pt;margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:62.788%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.818%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.818%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.940%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.946%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease costs</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,806 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,806 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,613 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,613 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of operating lease liabilities</td><td colspan="2" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,678 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,544 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,331 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,064 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>3806000038060007613000761300046780004544000933100090640000.0570.057P3Y8M12DP4Y2M12D<div style="margin-bottom:9pt;margin-top:6pt">As of June 30, 2024, undiscounted minimum rental commitments under non-cancelable leases were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:86.217%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.583%"></td><td style="width:0.1%"></td></tr><tr style="height:6pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining 2024</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,810 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,507 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,151 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,755 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,479 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Undiscounted minimum rental commitments</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">71,702 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,082) </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liabilities</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">64,620 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 781000019507000201510002075500034790007170200070820006462000029000001300027000740716000001400000320000028000001200000 As of June 30, 2024, the future minimum lease payments to be received under the long-term sublease agreements were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:86.180%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.620%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-

align:bottom">(In thousands)</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining 2024</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,565 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,310 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,875 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 2565000131000003875000Accrued Expenses Accrued expenses consisted of the following:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:72.730%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.621%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Accrued compensation</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,965 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">23,232 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued research and development costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,265 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,463 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued professional fees</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,439 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,115 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,073 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,357 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total accrued expenses</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">36,742 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43,167 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Accrued expenses consisted of the following:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:72.730%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.621%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Accrued compensation</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,965 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">23,232 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued research and development costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,265 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,463 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued professional fees</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,439 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,115 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,073 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,357 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total accrued expenses</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-

color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">36,742 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43,167 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>11965000232320001926500015463000343900031150002073000135700036742000431670000Product Revenue<div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">We sell PYRUKYND®, our wholly owned product, to a limited number of specialty distributors and specialty pharmacy providers, or collectively, the Customers. These Customers subsequently resell PYRUKYND® to pharmacies or dispense PYRUKYND® directly to patients. In addition to distribution agreements with Customers, we enter into arrangements with healthcare providers and payors that provide for government-mandated and/or privately-negotiated rebates, chargebacks and discounts with respect to the purchase of PYRUKYND®.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">The performance obligation related to the sale of PYRUKYND® is satisfied and revenue is recognized when the Customer obtains control of the product, which occurs at a point in time, typically upon delivery to the Customer.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Product revenue, net, were as follows: </div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.829%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.624%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Product revenue, net</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,615 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,712 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,804 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,321 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:9pt;text-align:justify">Reserves for Variable Consideration</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Revenues from product sales are recorded at the net sales price, or transaction price, which includes estimates of variable consideration for which reserves are established and result from contractual adjustments, government rebates, returns and other allowances that are offered within the contracts with our Customers, healthcare providers, payors and other indirect customers relating to the sale of our products.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Contractual Adjustments</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">We generally provide Customers with discounts, including prompt pay discounts, and allowances that are explicitly stated in the contracts and are recorded as a reduction of revenue in the period the related product revenue is recognized. In addition, we receive sales order management, data and distribution services from certain Customers.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Chargebacks and discounts represent the estimated obligations resulting from contractual commitments to sell products to qualified healthcare providers at prices lower than the list prices charged to Customers who directly purchase the product from us. Customers charge us for the difference between what they pay for the product and the ultimate selling price to the qualified healthcare providers. These reserves are estimated using the expected value method, based upon a range of possible outcomes that are probability-weighted for the estimated channel mix and are established in the same period that the related revenue is recognized, resulting in a reduction of product revenue.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Government Rebates</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Government rebates include Medicare, TriCare, and Medicaid rebates, which we estimate using the expected value method, based upon a range of possible outcomes that are probability-weighted for the estimated payor mix. These reserves are recorded in the same period the related revenue is recognized, resulting in a reduction of product revenue. For Medicare, we also estimate the number of patients in the prescription drug coverage gap for whom we will owe an additional liability under the Medicare Part D program.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Returns / Replacement</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">We estimate the amount of product sales that may be returned by Customers or replaced by Agios and record this estimate as a reduction of revenue in the period the related product revenue is recognized. We currently estimate product return and replacement liabilities using the expected value method, based on available industry data, including our visibility into the inventory remaining in the distribution channel.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">The following table summarizes balances and activity in each of the product revenue allowance and reserve categories for the six months ended June 30, 2024:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.923%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Contractual Adjustments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Government Rebates</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Returns/ Replacement</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at December 31, 2023</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">156 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,084 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">232 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,472 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Current provisions relating to sales in the current year</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">772 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,245 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,206 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Adjustments relating to prior years</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(39)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">40 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(48)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments/returns relating to sales in the current year</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(632)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(306)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(938)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments/returns relating to sales in the prior years</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(85)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(371)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(71)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(527)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at June 30, 2024</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">172 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,603 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">390 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,165 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Total revenue-related reserves above, included in our condensed consolidated balance sheets, are summarized as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:72.876%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.621%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Reduction of accounts receivable</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">102 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">151 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Component of accrued expenses </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,063 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,321 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Total revenue-related reserves</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,165 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,472 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:9pt;text-align:justify">The following table presents changes in our contract assets during the six months ended June 30, 2024:</div><div style="margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Additions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Deductions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Contract assets(1)</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Accounts receivable, net</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,810 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">18,940 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(17,988)</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,762 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1) Additions to contract assets relate to amounts billed to Customers for product sales and deductions to contract assets primarily relate to collection of receivables during the reporting period. Product revenue, net, were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.829%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.624%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Product revenue, net</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,615 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,712 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,804 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,321 </td><td style="background-color:#cceeff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 8615000671200016804000123210000 The following table summarizes balances and activity in each of the product revenue allowance and reserve categories for the six months ended June 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.923%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Contractual Adjustments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Government Rebates</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Returns/ Replacement</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at December 31, 2023</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">156 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,084 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">232 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,472 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Current provisions relating to sales in the current year</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">772 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,245 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,206 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Adjustments relating to prior years</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(39)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">40 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(48)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments/returns relating to sales in the current year</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(632)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(306)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(938)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments/returns relating to sales in the prior years</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(85)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(371)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(71)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(527)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at June 30, 2024</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">172 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,603 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">390 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,165 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>1560001084000232000147200077200012450001890002206000-39000-49000400000-48000632000306000093800085000371000710005270001720001603000390000216500000<div style="margin-bottom:6pt;margin-top:9pt;text-align:justify">Total revenue-related reserves above, included in our condensed consolidated balance sheets, are summarized as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:72.876%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.621%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Reduction of accounts receivable</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">102 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">151 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Component of accrued expenses </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,063 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,321 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Total revenue-related reserves</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New

Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,165 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,472 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
10200015100020630001321000216500014720000 The following table presents changes in our contract assets during the six months ended June 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Additions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Deductions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Contract assets(1) </td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Accounts receivable, net</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,810 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">18,940 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(17,988)</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,762 </td><td style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1) Additions to contract assets relate to amounts billed to Customers for product sales and deductions to contract assets primarily relate to collection of receivables during the reporting period.2810000189400001798800003762000Share-Based Payments 2023 Stock Incentive Plan and Inducement Grants In June 2023, our stockholders approved the 2023 Stock Incentive Plan, or the 2023 Plan. The 2023 Plan provides for the grant of incentive stock options, nonstatutory stock options, stock appreciation rights, restricted stock awards, restricted stock units, or RSUs, performance-based share units, or PSUs, and other stock-based awards to employees, advisors, consultants and non-employee directors. Following the adoption of the 2023 Plan, we ceased granting equity awards under the 2013 Stock Incentive Plan, or the 2013 Plan. Any outstanding equity awards that were previously granted under the 2013 Plan continue to be governed by their terms. Following adoption of the 2013 Plan, we ceased granting equity awards under the 2007 Stock Incentive Plan, or the 2007 Plan. There are no outstanding equity awards under the 2007 Plan. In connection with the start of employment of our Chief Executive Officer and Chief Financial Officer in 2022, and our Chief Commercial Officer in 2023, our board of directors granted each of them equity awards in the form of stock options, RSUs and PSUs, which awards were made outside our equity incentive plans as inducements material to their respective entry into employment with us in accordance with Nasdaq Listing Rule 5635(c)(4). As of June 30, 2024, the maximum number of shares reserved under the 2013 Plan, the 2023 Plan and the inducement grants described above was 11,127,064, and we had 2,896,048 shares available for future issuance under the 2023 Plan. Stock options The following table presents stock option activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.490%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.519%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.961%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Options</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted-Average Exercise Price </td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Outstanding at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,263,681 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">44.94 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">960,488 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33.39 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Exercised</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(184,331)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30.96 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Cancelled/Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(21,063)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41.52 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Expired</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22,750)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">34.41 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Outstanding at June 30, 2024</td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,996,025 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43.57 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Exercisable at June 30, 2024</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,727,328 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">51.07 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Vested and expected to vest at June 30, 2024</td><td colspan="2" style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,996,025 </td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43.57 </td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> At June 30, 2024, there was approximately $36.8 million of total unrecognized compensation expense related to unvested stock option awards, which we expect to recognize over a weighted-average period of approximately 2.61 years.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Restricted stock units</div><div style="margin-bottom:6pt;margin-top:6pt">The following table presents RSU activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.929%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.519%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.522%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Weighted-Average</div><div style="text-align:center">Grant Date Fair </div><div style="text-align:center">Value</div></td></tr><tr><td colspan="3" style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at December 31, 2023</td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,346,701 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29.67 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,054,565 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31.23 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Vested</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(522,606)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33.04 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(18,252)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at June 30, 2024</td><td colspan="2" style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,860,408 </td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29.62 </td><td style="background-color:#ccceff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> As of June 30, 2024, there was approximately $43.8 million of total unrecognized compensation expense related to RSUs, which we expect to recognize over a weighted-average period of approximately 2.14 years.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Performance-based stock units </div><div style="margin-bottom:6pt;margin-top:6pt">The following table presents PSU activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.636%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.666%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.668%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Weighted-Average</div><div style="text-align:center">Grant Date Fair </div><div style="text-align:center">Value</div></td></tr><tr><td colspan="3" style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at December 31, 2023</td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">362,133 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">30.66 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">183,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-

height:100%">32.27 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(170,550)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">35.04 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at June 30, 2024</td><td colspan="2" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">374,583 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29.45 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Stock-based compensation expense associated with these PSUs is recognized if the underlying performance condition is considered probable of achievement using our management's best estimates. As of June 30, 2024, there was no unrecognized compensation expense related to PSUs with performance-based vesting criteria that are considered probable of achievement, and $11.0 million of total unrecognized compensation expense related to PSUs with performance-based vesting criteria that are considered not probable of achievement.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Market-based stock units</div><div style="margin-bottom:6pt;margin-top:6pt">The following table presents market-based stock unit, or MSU, activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:68.738%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.687%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.690%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average
Grant Date Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested shares at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42,695 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">41.50 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Expired</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(42,695)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41.50 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested shares at June 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">The fair value of MSUs are estimated using a Monte Carlo simulation model. Assumptions and estimates utilized in the model include the risk-free interest rate, dividend yield, expected stock volatility and the estimated period to achievement of the market condition. As of June 30, 2024, there was no remaining unrecognized compensation expense related to MSUs.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">2013 Employee Stock Purchase Plan</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">In June 2013, our Board of Directors adopted, and in July 2013 our stockholders approved, the 2013 Employee Stock Purchase Plan, or the 2013 ESPP. We issued and sold 52,514 and 54,867 shares of common stock during the six months ended June 30, 2024 and 2023, respectively, under the 2013 ESPP. The 2013 ESPP provides participating employees with the opportunity to purchase up to an aggregate of 2,363,636 shares of our common stock. As of June 30, 2024, we had 1,633,525 shares of common stock available for future issuance under the 2013 ESPP.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify">Stock-based compensation expense</div><div style="margin-bottom:6pt;margin-top:6pt">Stock-based compensation expense by award type included within the condensed consolidated statements of operations is as follows:</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:45.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.971%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.643%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Stock options</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,361 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,432 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,894 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>

</tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Restricted stock units</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,211 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,754 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,177 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,701 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Performance-based stock units</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,784 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,784 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Employee stock purchase plan</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">243 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">262 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">440 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">497 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total stock-based compensation expense</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,565 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,737 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:0.5pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,799 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21,876 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 Expenses related to stock options and stock-based awards were allocated as follows in the condensed consolidated statements of operations: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.683%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.623%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Research and development expense</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,460 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,540 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,235 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,895 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Selling, general and administrative expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,105 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,197 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,564 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,981 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td

colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total stock-based compensation expense</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,565 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,737 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,799 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21,876 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 111270642896048 The following table presents stock option activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.490%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.519%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.961%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Options</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted-Average Exercise Price </td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Outstanding at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,263,681 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">44.94 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">960,488 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33.39 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Exercised</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(184,331)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30.96 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Cancelled/Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(21,063)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41.52 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Expired</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22,750)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34.41 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Outstanding at June 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,996,025 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43.57 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Exercisable at June 30, 2024</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,727,328 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">51.07 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Vested and expected to vest at June 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,996,025 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43.57 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 526368144.9496048833.3918433130.962106341.522275034.41599602543.57372732851.07599602543.5736800000P2Y7M9D The following table presents RSU activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.929%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.519%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.522%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted-Average Grant Date Fair Value </td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,346,701 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-

align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29.67 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,054,565 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31.23 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(522,606)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33.04 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(18,252)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at June 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,860,408 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29.62 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 134670129.67105456531.2352260633.041825229.17186040829.6243800000P2Y1M20D The following table presents PSU activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.636%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.666%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.668%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted-Average Grant Date Fair Value </td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">362,133 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">30.66 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">183,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">32.27 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(170,550)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">35.04 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Unvested shares at June 30, 2024</td><td colspan="2" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">374,583 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29.45 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 36213330.6618300032.2717055035.0437458329.45011000000 The following table presents market-based stock unit, or MSU, activity for the six months ended June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:68.738%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.687%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.690%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average
Grant Date Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested shares at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42,695 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">41.50 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Expired</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(42,695)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41.50 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested shares at June 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-

size:10pt;font-weight:400;line-height:100%">— </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 4269541.504269541.50000525145486723636361633525 Stock-based compensation expense by award type included within the condensed consolidated statements of operations is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:45.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.971%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.643%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Stock options</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,361 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,432 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,894 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Restricted stock units</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,211 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,754 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,177 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,701 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Performance-based stock units</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,784 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,784 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Employee stock purchase plan</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">243 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">262 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">440 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">497 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total stock-based compensation expense</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,565 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,737 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:0.5pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,799 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21,876 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
4361000393700084320008894000621100047540001117700097010007500002784000750000278400024300026200044000049700011565000011737000207990002164 Expenses related to stock options and stock-based awards were allocated as follows in the condensed consolidated statements of operations: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.683%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.623%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Times

*New Roman',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(In thousands)</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Research and development expense</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,460 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,540 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,235 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,895 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Selling, general and administrative expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,105 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,197 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,564 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,981 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total stock-based compensation expense</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,565 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,737 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,799 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21,876 </td><td style="background-color:#cceeff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 446000045400008235000889500071050007197000125640001298100011565000117370002079900021876000Loss per Share Basic net loss per share is calculated by dividing net loss by the weighted-average shares outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is calculated by adjusting the weighted-average shares outstanding for the dilutive effect of common stock equivalents outstanding for the period, determined using the treasury stock method. For purposes of the dilutive net loss per share calculation, stock options, RSUs, PSUs and MSUs for which the performance and market vesting conditions, respectively, have been deemed probable, and 2013 ESPP shares are considered to be common stock equivalents, while PSUs and MSUs with performance and market vesting conditions, respectively, that were not deemed probable as of June 30, 2024 are not considered to be common stock equivalents. We utilize the control number concept in the computation of diluted earnings per share to determine whether potential common stock equivalents are dilutive. The control number used is net loss from continuing operations. The control number concept requires that the same number of potentially dilutive securities applied in computing diluted earnings per share from continuing operations be applied to all other categories of income or loss, regardless of their anti-dilutive effect on such categories. Since we had a net loss for all periods presented, no dilutive effect has been recognized in the calculation of loss per share. Basic and diluted net loss per share was the same for all periods presented. The following common stock equivalents were excluded from the calculation of diluted net loss per share applicable to common stockholders for the periods indicated because including them would have had an anti-dilutive effect:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:71.734%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.115%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.117%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three and Six Months Ended June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Stock options</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,996,025 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,789,272 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Restricted stock units</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,860,408 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,415,219 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Employee stock purchase plan shares</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39,381 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">50,942 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-*

serif;font-size:10pt;font-weight:400;line-height:100%">Total common stock equivalents</td><td colspan="2" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,895,814 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,255,433 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Basic net loss per share is calculated by dividing net loss by the weighted-average shares outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is calculated by adjusting the weighted-average shares outstanding for the dilutive effect of common stock equivalents outstanding for the period, determined using the treasury stock method. For purposes of the dilutive net loss per share calculation, stock options, RSUs, PSUs and MSUs for which the performance and market vesting conditions, respectively, have been deemed probable, and 2013 ESPP shares are considered to be common stock equivalents, while PSUs and MSUs with performance and market vesting conditions, respectively, that were not deemed probable as of June 30, 2024 are not considered to be common stock equivalents. The following common stock equivalents were excluded from the calculation of diluted net loss per share applicable to common stockholders for the periods indicated because including them would have had an anti-dilutive effect:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:71.734%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.115%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.117%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three and Six Months Ended June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Stock options</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,996,025 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,789,272 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Restricted stock units</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,860,408 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,415,219 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Employee stock purchase plan shares</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39,381 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">50,942 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top">Total common stock equivalents</td><td colspan="2" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,895,814 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,255,433 </td><td style="background-color:#ffffff;border-bottom:1.5pt solid #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 5996025578927218604081415219393815094278958147255433Subsequent Events In July 2024, we entered into a distribution agreement with NewBridge Pharmaceuticals FZ-LLC, or NewBridge, pursuant to which we granted NewBridge the right to commercialize PYRUKYND® in Bahrain, Kuwait, Oman, Qatar, Saudi Arabia, and the United Arab Emirates. We do not expect this agreement to have a material impact on our business, financial condition or results of operations for the fiscal year ending December 31, 2024. falsefalsefalsefalse'

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